

TERMS OF REFERENCE

SUSTAINABILITY STEERING COMMITTEE

1. Objectives

The Sustainability Steering Committee (the “Committee”) is responsible for supporting Great Eagle Holdings Limited (the “Company”) and its subsidiaries (collectively, the “Group”) in overseeing sustainability matters, including Environmental, Social and Governance aspects. The Committee assists the Group in articulating and developing its sustainability strategies, sustainability policies, and initiatives, and makes recommendations in relation to the Group’s sustainability policies and performance to ensure the sustainability practices are integrated into overall business operations.

2. Composition of the Committee

- a) The Chairman of the Committee shall be the Executive Director of the Company.
- b) The Committee shall consist of not less than three members, including one Executive Director and General Manager, Sustainability. Other members of the Committee shall comprise the heads of different departments, business divisions and units from the Group.
- c) The composition of the Committee shall be reviewed annually by the Chairman of the Committee to ensure an appropriate balance and representation of expertise and experience.
- d) The Committee may invite individuals from within or outside of the Company to attend meetings as it deems appropriate.

3. Frequency of Meetings

The Committee may convene additional meetings as and when necessary, but in any case, at least once a year.

4. Duties of the Committee

The Committee shall:

- a) review, endorse and report to the Board the Group’s sustainability vision, strategy and policies, and relevant sustainability initiatives;
- b) oversee the adequacy and effectiveness of actions and resources of the Group towards the sustainability strategy, policies, initiatives, and plans;



- c) monitor emerging sustainability trends, regulatory updates and peer performance, and report to the Board from time to time to consider the adjustment of the sustainability strategy and approaches, as appropriate;
- d) evaluate the significant impacts of sustainability-related risks and opportunities, including climate-related issues, on the Group's business activities and its value chain, and provide recommendations to the Board regarding necessary actions by the Group;
- e) review the internal procedures and system for the maintenance of quality and accurate sustainability data;
- f) review the annual performance in achieving sustainability-related targets and/or initiatives with relevant taskforces and/or working groups and recommend strategies for improvement to the Board; and
- g) review the annual sustainability report to ensure the compliance with Listing Rules, applicable regulatory requirements, and international reporting standards in relation to sustainability reporting and make appropriate recommendations to the Board.

5. Reporting Responsibilities

The Committee shall make recommendations to the Board at least once a year or as it deems appropriate on matters within its remit where action or improvement is needed.

6. Review of Terms of Reference

The Company will review this Terms of Reference from time to time as appropriate.

Adopted on: 21 May 2020

Last update: December 2024