



Terms of Reference of the Sustainability Steering Committee

1. Purpose

The Sustainability Steering Committee (the “Committee”) is responsible for supporting Great Eagle Holdings Limited (the “Company”) in overseeing sustainability matters of the Company and its subsidiaries (the “Group”). The Committee assists the Board of Directors (the “Board”) of the Company in providing direction on the development and implementation of the sustainability strategy of the Group, ensuring integration of sustainability practices into business operations.

2. Composition

The Chairman of the Committee shall be the Executive Director & General Manager of the Company. The Committee shall consist of not less than three members, which shall include the Executive Director & General Manager and the Director of Human Resources. Other members of the Committee shall comprise heads from key areas of the Group, including:

- Company Secretarial & Administration
- Development & Project Management
- Eagle Asset Management
- Hotels
- Human Resources
- Properties Management
- Toptech/Champion Global Services

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.

3. Attendance at meetings

Senior Manager, Sustainability, or his/her designate shall act as the secretary of the Committee.

The secretary of the Committee shall be responsible for circulating the agenda for meetings, together with any relevant papers or reports. The secretary shall also keep minutes of



Committee meetings. Draft and final versions of minutes of meetings shall be sent to all Committee members for their comment and records, within a reasonable time after the meeting.

The Committee may invite such persons from within or outside of the Company to attend meetings as it deems appropriate.

4. Frequency of Meetings

- The Committee meets at least once every year.

5. Duties

The Committee shall:

- Provide direction on and review the Group's sustainability vision, strategy and policies, and make recommendations to the Board for the approval of the relevant sustainability initiatives;
- Oversee the execution of the Group's sustainability initiatives and monitor performance of the Group against set sustainability targets;
- Oversee how the Group engages with its stakeholders and ensure materiality assessment is conducted;
- Monitor emerging sustainability trends and ensure compliant with the applicable legal and regulatory requirements and international standards.

6. Reporting Responsibilities

- The Committee shall report at least once a year to the Board on matters within its remit.

Adoption Date: [21 May 2020]