

STRACON Group Holding Inc. Sustainability Committee Policy



Sustainability Committee Policy

Purpose

1. The purpose of the Sustainability Committee (the “Sustainability Committee” or the “Committee”) of the Board of Directors of the Company (the “Board”) is to assist the Board in overseeing the Company’s sustainability, environmental, safety and health, corporate social responsibility and human rights programs, policies and performance.

Committee Responsibilities

2. The Sustainability Committee’s responsibilities include:

- Recommending to the Board the Company’s goals and strategies in respect of sustainability, environment, safety and health, and corporate social responsibility;
- Approving and overseeing the implementation of the Company’s programs, policies and standards relating to sustainability, environment, safety and health, and corporate social responsibility;
- Reviewing and assessing the effectiveness of the Company’s programs, policies and standards relating to sustainability, environment, safety and health, and corporate social responsibility;
- Monitoring the Company’s performance related to its sustainability, environment, safety and health, and corporate social responsibility targets and commitments; and
- Satisfying itself that management of the Company monitors compliance and reviews current and emerging trends and issues in the environment, safety and health, and corporate social responsibility fields and evaluates their impact on the Company.

Responsibilities of the Committee Chair

3. The fundamental responsibility of the Committee Chair is to be responsible for the management and effective performance of the Committee and provide leadership to the Committee in fulfilling its mandate and any other matters delegated to it by the Board. To that end, the Committee Chair’s responsibilities include:

- Working with management to establish the frequency of Committee meetings and the agendas for meetings;

- ▼ Providing leadership to the Committee and presiding over Committee meetings;
- ▼ Facilitating the flow of information to and from the Committee and fostering an environment in which Committee members may ask questions and express their viewpoints;
- ▼ Reporting to the Board with respect to the significant activities of the Committee and any recommendations of the Committee;
- ▼ Liaising with the Chair of the Audit and Risk Committee of the Board, as appropriate, on matters relevant to the Company's management of enterprise risks;
- ▼ Leading the Committee in annually reviewing and assessing the adequacy of its mandate and evaluating its effectiveness in fulfilling its mandate; and
- ▼ Taking such other steps as are reasonably required to ensure that the Committee carries out its mandate.

Powers

4. The Committee shall have the authority, including approval of fees and other retention terms, to obtain advice and assistance from outside legal counsel, search firms or other advisors in its sole discretion, at the expense of the Company, which shall provide adequate funding for such purposes. The Company shall also provide the Committee with adequate funding for the ordinary administrative expenses of the Committee.

Composition

5. The Committee and its Chair shall be appointed by the Board annually and the Committee shall be comprised of a minimum of three directors. If an appointment of the members of the Committee is not made as prescribed, the members shall continue as such until their successors are appointed.

Meetings

6. The Committee shall have a minimum of four meetings per year, to coincide with the Company's financial reporting cycle. Additional meetings will be scheduled as considered necessary or appropriate.

7. The time and place of the meetings of the Committee, the calling of meetings and the procedure at such meetings shall be determined by the Chair of the Committee, provided that all matters put forward for approval by the Committee shall be determined by majority vote.

Adoption

8. This Policy was approved by the Board on November 19, 2025.



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