

## METALS ACQUISITION LIMITED

### HEALTH, SAFETY, ENVIRONMENT, COMMUNITY AND SUSTAINABILITY COMMITTEE CHARTER

#### I. Purpose

The purposes of the Health, Safety, Environment, Community and Sustainability Committee (the “Committee”) of the Board of Directors (the “Board”) of Metals Acquisition Limited (the “Company”) shall be to assist the Board in fulfilling its responsibilities in respect of environmental and social sustainability, safety, community relations and health by overseeing the development and implementation by management of policies, compliance systems, and monitoring processes to ensure compliance by the Company with applicable legislation, rules and regulations, with the aim to perform and report in line with best practice. In addition, the Committee shall perform such further functions as may be consistent with this charter (this “Charter”) or assigned by applicable law, the Company’s Amended and Restated Memorandum and Articles of Association (as amended from time to time, the “Articles”), or the Board.

The Committee recognizes that the Company’s principal concern should be the wellbeing of its people, whether they are employees, contractors, near-mine affected persons or communities, or other stakeholders. The health and safety of those persons, and the sustainability of the environment in which they work or live, is a critical factor in measuring the long-term success of the Company’s business and therefore, also for its investors and stakeholders.

While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or state law.

#### II. Organization

The Committee shall consist of three or more directors as determined from time to time by the Board. At least two members of the Committee shall be “independent” pursuant to the requirements of the New York Stock Exchange (the “NYSE”) and any other stock exchange on which the Company’s securities are listed, and any additional requirements that the Board deems appropriate.

The chairperson of the Committee shall be designated by the Board; *provided* that if the Board does not so designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson.

Any vacancy on the Committee shall be filled by majority vote of the Board. No member of the Committee shall be removed except by majority vote of the Board.

#### III. Meetings

The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities, but at least once quarterly. The Committee, in its discretion, may ask members of management or others to attend its meetings (or portions thereof) and to provide pertinent information as necessary.

A majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other shall constitute a quorum.

The Committee shall maintain minutes of its meetings and records relating to those meetings and shall report regularly to the Board on its activities, as appropriate.

#### IV. Authority and Responsibilities

The Committee shall have the following duties and responsibilities:

- (a) establish with management long term environmental and social sustainability, health and safety goals and evaluate the Company's progress against those goals and report to the Board;
- (b) consider and advise management of emerging environmental and social sustainability issues that may affect the business, performance or reputation of the Company and make recommendations, as appropriate, on how management can address such issues;
- (c) advise management on implementing, maintaining and improving environmental and social sustainability, health and safety strategies, implementation of which creates value consistent with long term preservation and enhancement of shareholder value and responsible mining;
- (d) make recommendations to management on economically, environmentally and socially responsible business practices that align with the Company's sustainability goals;
- (e) monitor the Company's risk management processes related to environmental and social sustainability, health and safety with particular attention to managing and minimizing environmental risks and impacts;
- (f) review and improve the Company's sustainability initiatives and reporting including review of the Company's annual sustainability report;
- (g) oversee the establishment, review continued effectiveness and ensure updates to processes and systems necessary to safeguard compliance with environmental and social sustainability, health and safety policies, rules and regulations, bringing any material noncompliance to the attention of the Board in a timely fashion;
- (h) review handling of incident reports, results of investigations into material events, findings from environmental and social sustainability, health and safety audits and the action plans proposed pursuant to the findings;
- (i) receive and review regular updates from management regarding: (i) environmental and social sustainability, health and safety performance of the Company; (ii) compliance by the Company with applicable legislation, rules and regulations as well as policies, systems and processes; (iii) the annual report on the risks of modern slavery required by the Modern Slavery Act of 2018; and (iv) benchmarking by management of performance, policies, systems and processes of the Company against industry best practices; and
- (j) to perform such other functions as assigned by law, the Articles or the Board.

## **V. Delegation of Authority**

The Committee may form subcommittees for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate; *provided, however*, that no subcommittee shall consist of fewer than two members; and *provided further* that the Committee shall not delegate to a subcommittee any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole.

## **VI. Reporting**

The Committee shall, on an annual basis and in coordination with the Nominating and Corporate Governance Committee, evaluate its own performance. The evaluation shall address all matters that the Committee considers relevant to its performance, including a review and assessment of the adequacy of this Charter, and shall be conducted in such manner as the Committee deems appropriate.

The Committee should present to the Nominating and Corporate Governance Committee and to the Board its conclusions with respect to the above matters.

The Committee shall deliver to the Nominating and Corporate Governance Committee and to the Board a report, which may be oral, setting forth the results of its evaluation, including any recommended amendments to this Charter.

## **VII. Resources**

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities, and may, in its sole discretion, retain or obtain the advice of a consultant, legal counsel or other adviser. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any consultant, legal counsel or other adviser retained by the Committee, the expense of which shall be borne by the Company.

Nothing herein shall be construed: (1) to require the Committee to implement or act consistently with the advice or recommendations of the consultant, legal counsel or other adviser to the Committee; or (2) to affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties.