

## COATS GROUP PLC (the 'Company')

### TERMS OF REFERENCE FOR THE SUSTAINABILITY COMMITTEE

#### 1. CONSTITUTION

- 1.1 The Committee has been established by resolution of the board of directors of the Company (the '**Board**') and is to be known as the Sustainability Committee (the '**Committee**').

#### 2. MEMBERSHIP

- 2.1 The Chair of the Company shall be the Chair of the Committee (the '**Chair**'). In the absence of the Chair, the remaining members present shall elect one of themselves to chair the meeting.
- 2.2 The members of the Committee shall be appointed by the Board and shall comprise four directors of the Board with the majority being independent of the Company.

#### 3. QUORUM

A quorum shall be two members, one of whom must be an independent non-executive director.

#### 4. FREQUENCY OF MEETINGS

Meetings shall normally be held at least two times a year and at such times as the Committee deems appropriate.

#### 5. ROLE OF THE COMMITTEE

- 5.1 The role of the Committee is to:

- 5.1.1 provide strategic oversight and monitor the execution of the Company's sustainability strategy and initiatives;
- 5.1.2 oversee, review and provide input as required to refine, enhance and accelerate the progress of the Company's sustainability strategy, projects and targets;
- 5.1.3 elicit and provide external experience and insights from other companies and industries; and
- 5.1.4 to provide input as required and appropriately monitor the environmental and employee engagement-related social elements of the Company's environmental, social and governance ('ESG') activities.

#### 6. OTHER MATTERS

All procedural, reporting and other terms of reference of the Committee shall be consistent with those of the other Board committees of the Company.

These terms of reference may be amended from time to time by the Board.

Approved by the Board of Coats Group plc, February 2023.