



Dangote Cement Plc

Board Sustainability and Technical Committee Charter

Version 3.0

BOARD SUSTAINABILITY AND TECHNICAL COMMITTEE CHARTER

The Board Sustainability & Technical Committee ("BSTC") is a Committee of the Board established to assist the Board in overseeing the Group's technical projects and operations, sustainability, health, safety, environmental and corporate social responsibility matters.

1. Authority

The Committee is authorised by the Board to review matters within its mandate, access the information and resources required to perform its functions, obtain independent professional advice in accordance with Board-approved processes, and make recommendations to the Board.

2. Key Responsibilities

A. Technical Projects Oversight

- Review the feasibility, risk assessment and implementation of major technical projects and make recommendations to the Board.
- Oversee project procurement and execution, including performance, schedules, delays, quality standards, contract variations and operational readiness.
- Review the environmental and community impacts of major projects.

B. Operations Oversight

- Monitor plant performance, operational efficiency, asset reliability and key operational performance indicators.
- Review capital expenditure plans, implementation progress, resource requirements and significant technical contracts.
- Oversee limestone reserve estimates, exploration, mining operations and other significant technical matters affecting the Group's operations.

C. Sustainability, Health, Safety and Environment

- Oversee the Group's sustainability strategy, programmes, performance and reporting.
- Review health, safety and environmental policies, standards and compliance.
- Monitor high-risk incidents, investigations, fatalities and other critical safety events.
- Review the impact of the Group's health, safety and environmental activities on employees, communities, customers, suppliers and the environment.
- Oversee environmental stewardship, corporate social responsibility and community development initiatives, as well as related disclosures and reporting requirements.

3. Composition

The Committee comprises members appointed by the Board who collectively possess the technical, operational, governance and business skills, experience and expertise required

to discharge the Committee's responsibilities effectively. The Committee includes relevant technical expertise, and the Company Secretary serves as Secretary to the Committee.

4. Chairman

The Chairman of the Committee is a Non-Executive Director or Independent Non-Executive Director appointed by the Board. The Chairman of the Board does not serve as Chairman or a member of the Committee.

5. Meetings

The Committee meets at least quarterly and may hold additional meetings as required. A quorum is more than half of the Committee members.

6. Reporting and Accountability

The Committee reports its deliberations, recommendations and decisions to the Board after each meeting. The Board retains final approval authority on all matters considered by the Committee.

7. Evaluation

The Board evaluates the effectiveness of the Committee annually to support continuous improvement and effective oversight.