



SUSTAINABILITY COMMITTEE CHARTER



Adopted September 2020

The Board of Directors of Seeka Limited (the Board) has resolved to establish a Committee to be known as the Sustainability Committee (the 'Committee'). The Committee is a delegated subcommittee of the Board.

Sustainability focuses on meeting the needs of the present without compromising the ability of future generations to meet their needs. The concept of sustainability is composed of three pillars: economic, environmental and social.

Seeka's ambition is to measure then incrementally improve our environmental and social performance and the associated governance processes. Seeka knows our orcharding practices influence our environment and we are using this information to address the risks and opportunities of climate change.

Seeka management has established the Seeka Agile Sustainability Team (SAST) to develop Seeka's environmental and social policy and processes, and to deliver incremental improvements to the business.

The Committee's objectives, structure and composition, term of office, and duties and responsibilities, are as follows:

Objectives

The objectives of the Committee are to:

- Provide strategic guidance and feedback to the Board and management on Seeka's sustainability framework, targets, measures, and performance;
- Ensure appropriate reporting frameworks are used to measure sustainability;
- Provide guidance to the Seeka Agile Sustainability Team (SAST); and to
- Consider the strategic implications of climate change and potential adaptation requirements.

Structure and Composition

The Committee shall comprise at least two Directors appointed by the Board.

Members will be selected by the Board and will hold office until changed by Board resolution. Management will not be represented on the Committee, but the Chief Executive Officer or delegate will be invited to attend. The Board Secretary will act as secretary to the Committee.

Duties and Responsibilities

The responsibilities of the Committee are:

- a) Assess the key sustainability issues pertaining to Seeka, its growers and the product it processes and supplies;
- b) Understand existing and pending Regulation in relation to sustainability issues
- c) Review and approve the strategic approach and planning to improve sustainability;
- d) Review and approve the sustainability framework, targets and measures and ensure these comply with recognised reporting frameworks;
- e) Provide guidance on the sustainability projects being contemplated and undertaken;
- f) Review annually Seeka's achievement of the targets within the sustainability framework;
- g) Provide oversight and guidance to SAST;
- h) Provide a forum for the assessment of the potential impact of climate change on Seeka and its stakeholders and potential adaptation actions required;

- i) Provide advice to the board on the potential impacts of climate change and how and where these should be considered; and
- j) Review Seeka's sustainability reporting to shareholders, including any commentary included in the Annual Report.

Meetings

The Committee shall meet formally as and when required, but at least quarterly. The proceedings of all meetings should be minuted.

Accountability and Reporting

The Committee shall:

- Be accountable to the Board;
- Regularly update the Board about the Committee activities and make appropriate recommendations; and
- Provide copies of minutes of all meetings of the Committee to each member of the Board at the next scheduled meeting of the Board.

Review of the Charter

This Charter will be reviewed biennially by the Board.

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Next review due: September 2022



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