



# SUSTAINABILITY COMMITTEE CHARTER



Last revised December 2025

The Board of Directors of Seeka Limited (the “Board”) has resolved to establish a Sustainability Committee (the “Committee”), as a delegated sub-committee 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: environmental, social, and governance.

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

The Committee’s objectives, structure and composition, term of office, 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; to
- Ensure climate risk is documented and mitigation strategies are in place to appropriately manage Seeka’s climate risk; to
- Ensure appropriate reporting frameworks are used to measure sustainability; to
- Review reporting on sustainability to our stakeholders; and to
- Consider the strategic implications and risk management of climate change and potential adaptation requirements.

## Memberships and meetings

- The Committee shall comprise of 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.
- If not an appointed member of the Committee, the Board Chair shall have an ex-officio position on the Committee.
- The Committee shall meet formally as and when required, but at least quarterly. The proceedings of all meetings should be minuted.
- A quorum is considered to be at least two members of the Committee, which may include the Board Chair (ex-officio).
- The Chief Financial Officer (“CFO”) or delegate will also act as secretary for this committee. The CFO is responsible for circulating the meeting agenda and supporting material to all committee members. Normal committee distribution requirements for minutes, agendas and supporting material will apply.

## **Duties and Responsibilities**

The responsibilities of the Committee are to:

- Assess the key sustainability issues pertaining to Seeka, its stakeholders, and the products it processes and supplies;
- Understand existing and pending regulation in relation to sustainability issues;
- Review and approve the strategic approach and planning to improve sustainability;
- Review and approve the sustainability framework, targets and measures and ensure these comply with recognised reporting frameworks;
- Provide guidance on the sustainability projects being contemplated and undertaken;
- Review annually Seeka's achievement of the targets within the sustainability framework;
- Provide advice to the Board on the potential impacts of climate change and potential adaptation actions required and how and where these should be considered;
- Review Seeka's sustainability report and climate-related disclosures to stakeholders, including any commentary included in the Annual and Interim Reports; and
- Ensure compliance with climate-related disclosure standards; and
- Oversee the verification or audit process of Seeka's Green House Gas ("GHG") emissions.

The Committee will perform such other functions as assigned by law or the Board.

## **Accountability and reporting**

The Committee shall:

- Be accountable to the Board;
- Regularly update the Board about Committee activities and make appropriate recommendations; and
- Make copies of minutes of all meetings of the Committee, and copies of the papers presented at each of these meetings, available to each member of the Board.

## **Review of the Charter**

This Charter will be reviewed every two years by the Board.

Adopted: September 2020

Reviewed: December 2025

Next review due: December 2027



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