

## Environmental, Social, and Governance (ESG) Policy

### Purpose

The purpose of this ESG Policy is to outline Conterra's commitment and actions in support of environmental management, social responsibility, corporate governance and other related environmental, social and governance matters relevant to the Company (collectively, "ESG Matters"). Conterra is addressing the ESG Matters to support risk management, strong stakeholder relations, operational excellence and, ultimately, long-term valuation creation.

### Principles

ESG Matters encapsulates various other related issues, including:

- **Environmental Management:** Biodiversity and habitat, climate/climate change adaptation, energy, greenhouse gas emissions, material sourcing and resource efficiency, resilience to catastrophe/disaster, and waste;
- **Social Responsibility:** community development, customer satisfaction, employee engagement, freedom of association, health and safety, inclusion and diversity, labor standards and working conditions, local employment, and stakeholder relations; and
- **Corporate Governance:** audit committee structure/independence, board composition, board ESG oversight, bribery and corruption, compensation committee structure/independence, conflicts of interest, cybersecurity, data protection and privacy, delegating authority, executive compensation, fraud, independence of board chair, lobbying activities, political contributions, shareholder rights, and whistleblower protection.

The Company makes a commitment to the following principals as part of its on-going commitment to ESG Matters (the "Principles"):

### United Nations Global Compact's 10 Principles

#### Human Rights

- Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights; and
- Principle 2: make sure that they are not complicit in human rights abuses.

#### Labor

- Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
- Principle 4: the elimination of all forms of forced and compulsory labor;
- Principle 5: the effective abolition of child labor; and
- Principle 6: the elimination of discrimination in respect of employment and occupation.

#### Environment

- Principle 7: Businesses should support a precautionary approach to environmental challenges;
- Principle 8: undertake initiatives to promote greater environmental responsibility; and
- Principle 9: encourage the development and diffusion of environmentally friendly technologies.

#### Anti-Corruption

- Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

## **ESG Management Leadership and Committee**

The purpose of the ESG Management Committee is to provide leadership and accountability in the implementation and monitoring of Conterra's commitment to the Principles with respect to ESG Matters.

Conterra will appoint an employee (the "ESG Leader") to lead the day-to-day implementation of directives and policies development by the Committee and approved by the Board of Directors of CUB Parent, Inc. ("Board"), as appropriate.

### **Membership**

Conterra's EVP-General Counsel is the Chair of the Committee and approves further members of the Committee. If the ESG Leader is not the Chair then the ESG Leader will be a member of the Committee. This also includes senior management and other employees the Chair deems appropriate, taking into account such employee's job function and expertise in relevant and varied disciplines, including environmental, health and safety, corporate governance, information security, human resources, design and construction, legal, communications and regulatory affairs.

### **Meetings**

The Chair, in consultation with other Committee members, shall determine the schedule, frequency and length of Committee meetings, as well as the agenda. Notwithstanding the foregoing, the Committee shall meet no less frequent than quarterly.

The Committee may ask other officers and employees of the Conterra to attend meetings to provide pertinent information as requested.

### **Duties and Responsibilities**

The duties and responsibilities of the Committee shall be as follows:

- Maintain Conterra's commitment to the Principles;
- Propose to the Board general strategy with respect to ESG Matters that conform to the Principles, and to consider, draft and recommend policies, practices, and disclosures that conform with the strategy addressing all ESG Matters as well as implement such strategy as approved by the Board. Such policies shall include those on ESG Matters as identified in Materiality Assessments (as defined below), as well as incorporation of such ESG Matters in the annual performance targets of employees (including the ESG Leader);
- Periodically undertake a fulsome materiality assessment of ESG Matters, consistent with GRI Standards, GRESB Materiality Assessment Tool or equivalent best practices, but in no event less than once every 3 years. Such assessment should consider internal and external factors and incorporate concerns expressed by stakeholders and broader societal expectations;
- Prepare a Climate Change Risk Assessment with respect to the Company, which addresses the following:
  - the current and anticipated climate risks (transition and/or physical as defined by the Task Force on Climate-related Financial Disclosure of the Company's operations);
  - the Company's plans, processes, policies, and systems in place to manage these risks (i.e. to mitigate, transfer, accept or control); and
  - the Company's compatibility with (i) the United States' national climate commitments
    - and (ii) the targets set forth in the Paris Agreement on climate change;

- Implement systems to manage and monitor ESG Matters that impact Conterra consistent with the periodic materiality assessment, including but not limited to:
  - Health and safety management system or process consistent with OHSAS 18001, IFC PS 4 or substantially equivalent best practices;
  - Environmental Management System or process consistent with IFC PS 3 and 6 or substantially equivalent best practices;
  - Annual reporting regime to calculate greenhouse gas emissions in accordance with the comprehensive globally standardized framework to measure and manage GHG emissions from operations as set forth at [ghgprotocol.org](http://ghgprotocol.org) (the “GHG Protocol”) or substantially similar national reporting methodologies, which shall quantify both (a) direct greenhouse gas (GHG) emissions from the facilities owned or controlled within the physical boundaries of the Company and its assets and (b) indirect GHG emissions associated with the off-site production of energy used by the Company and its assets;
  - Anti-bribery Management System consistent with ISO 37001 or equivalent best practices; and
  - Public whistleblower and grievance mechanisms;
- Facilitate Conterra’s participation in the annual GRESB Infra Asset survey and seek continual improvement in Conterra’s score;
- Consider and advise on emerging ESG Matters, controversies or significant incidents as soon as practicable after becoming aware of such, that may affect the business, operations, performance, or public image of Conterra or are otherwise pertinent to Conterra and its stakeholders (“Incidents”);
- Oversee internal and external communications regarding the Company’s position or approach to ESG Matters, including, but not limited to:
  - Stakeholder engagement program consistent with the AA1000 Stakeholder Engagement Standard;
  - Employee communication and engagement;
  - Internal and external communication of the Company’s commitment to ESG principals and ESG Matters, including considerations regarding procurement practices, as well as voluntary public disclosure of GHG emissions such as through the Carbon Disclosure Project;
- Review and assess this Policy annually and recommend any proposed changes for approval;
- Perform such other duties, tasks, and responsibilities relevant to the purpose of the ESG Management Committee as may from time to time be designated by the Chair or the Board.

## **Reporting and Delegation**

The Chair will provide to the Board:

- Policies signed-off by CEO for Board approval
- An annual report of ESG Matters, as well as an interim quarterly update, that includes progress on implementation of and any changes to the Company’s monitoring and communications strategy;
- Reports on ESG Incidents and related recommendations to address such matters; and
- All Materiality Assessments.

## **Verification**

Conterra is committed to accuracy and transparency in the reporting of key ESG metrics, and certain of those metrics shall be subject to third party verification as required by the Board or other key stakeholders, such as lenders. At a minimum, commencing with its 2024 reporting year, Conterra will have its energy usage and greenhouse gas emissions data together with associated reductions target achievement verified by a qualified third party such as its financial auditing firm or other known reputable organization.

## **Supply Chain ESG Policy**

**Introduction:** At Conterra, we recognize the importance of fostering sustainability, social responsibility, and ethical governance throughout our supply chain. This Supply Chain ESG Policy outlines our commitment to environmental, social, and governance principles and serves as a guide for our suppliers, partners, and stakeholders.

### **Environmental Commitment:**

#### **1. Sustainable Procurement:**

- Conterra is committed to sourcing products and services from suppliers who espouse sound ESG commitments and who prioritize environmentally sustainable practices.
- Suppliers are expected to comply with relevant environmental laws and regulations.

#### **2. Resource Efficiency:**

- Suppliers are encouraged to adopt measures that promote resource efficiency, reduce waste, and minimize environmental impact.

#### **3. Carbon Footprint Reduction:**

- Conterra encourages suppliers to measure and disclose their carbon emissions and work towards reducing their carbon footprint.

### **Social Responsibility:**

#### **1. Labor Standards:**

- Suppliers are expected to uphold fundamental labor rights, including fair wages, safe working conditions, and the prohibition of child and forced labor. Conterra simply will not do business with any supplier violating such fundamental rights.

#### **2. Diversity and Inclusion:**

- Conterra values diversity and inclusion and endeavors in its own workplace to create a welcoming, highly inclusive, and team-oriented culture. Suppliers are encouraged and expected to promote diversity and inclusion within their workforce and business practices.

#### **3. Human Rights:**

- Suppliers are expected to respect human rights and must ensure that their operations do not contribute to any form of human rights violations. Any such violations will disqualify suppliers from doing business with Conterra.

### **Governance:**

**1. Ethical Business Practices:**

- Conterra expects suppliers to conduct business with integrity, honesty, and transparency, adhering to ethical business practices.

**2. Anti-Corruption:**

- Suppliers must comply with anti-corruption laws and maintain a zero-tolerance policy for bribery and corruption.

**3. Compliance and Reporting:**

- Suppliers are required to comply with all applicable laws and regulations. They should also report promptly on their adherence to this ESG policy.

**Monitoring and Compliance:**

**1. Audit and Assessment:**

- Conterra reserves the right to conduct periodic audits and assessments of suppliers to ensure compliance with this ESG policy.

**2. Continuous Improvement:**

- Suppliers are encouraged to continuously improve their ESG performance and collaborate with Conterra in achieving mutually beneficial sustainability goals.

**Communication and Engagement:**

**1. Stakeholder Engagement:**

- Conterra is committed to engaging with stakeholders, including suppliers, to build strong relationships and foster collaboration on ESG initiatives.

**2. Transparency:**

- Conterra will provide transparent communication on its ESG efforts, progress, and challenges.

**Review and Updates:** This Supply Chain ESG Policy will be reviewed periodically and updated as necessary to reflect changes in business practices, regulations, and industry standards.

By adhering to this policy, Conterra and its suppliers contribute to a more sustainable, socially responsible, and ethically governed global supply chain.