

HALEON PLC

ENVIRONMENTAL AND SOCIAL SUSTAINABILITY COMMITTEE TERMS OF REFERENCE

1. Role

The Environmental and Social Sustainability Committee (the "Committee") is a committee of the Board of Haleon plc (the "Board"), from which it derives its authority and to which it reports on a regular basis.

The role of the Committee is to provide oversight and effective governance over progress with the environmental and social sustainability agenda of Haleon plc (the "Company" or "Group") and the external governance and regulatory requirements relevant to these areas.

2. Membership

- (a) The Committee shall comprise at least three members, all of whom shall be Directors of the Company.
- (b) Appointments to the Committee are made by the Board on the recommendation of the Nominations & Corporate Governance Committee.
- (c) The Board shall appoint the Committee Chair. In the absence of the Committee Chair and/or an appointed deputy at a Committee meeting, the remaining members present shall elect one of themselves to chair the meeting.
- (d) Only members of the Committee have the right to attend Committee meetings. However, other individuals may be invited to attend for all or part of any meeting as and when appropriate.

3. Quorum

The quorum of the Committee will be two members.

4. Secretary

The Company Secretary, or their nominee, shall act as the secretary of the Committee (the "Secretary") and will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to issues.

5. Meetings

The Committee shall meet at least twice a year and otherwise as required. The Secretary shall minute the proceedings and decisions of all Committee meetings.

6. Engagement with Shareholders

The Committee Chair should attend the Company's Annual General Meeting to answer any shareholder questions on the Committee's activities.

7. Responsibilities: in relation to the following areas of responsibility, the Committee shall:

- (a) review progress against the Company's environmental and social sustainability aspirations and delivery against its key environmental and net zero priorities, health inclusivity and diversity and inclusion.
- (b) review progress against Key Performance Indicators (KPIs) on environmental and social sustainability issues.
- (c) review emerging environmental and social sustainability issues that which may have an impact on the Group's operations, environmental and social sustainability initiatives or reputation and require Board-level oversight and/or stakeholder engagement.
- (d) review the Group's engagement in relation to environmental and social sustainability matters with relevant external stakeholders, non-governmental organisations (NGOs) and other interested parties.
- (e) review the environmental and social sustainability disclosures within the Annual Report and external environmental and social sustainability reporting, including associated disclosures in the Company's Responsible Business report.

8. Reporting: the Committee shall:

- (a) Report to the Board after each Committee meeting on its activities and on how it has discharged its responsibilities.
- (b) Provide input to the Remuneration Committee on environmental and social sustainability performance relevant the incentive structure for executive remuneration.
- (c) Make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.
- (d) Oversee and produce a report to be included in the Company's Annual Report describing the work of the Committee and the significant issues that the Committee considered in relation to environmental and social sustainability.

9. Other Matters: the Committee shall:

- (a) Give due consideration to all relevant regulations and reporting requirements.
- (b) Ensure periodic reviews of its own performance and review its constitution and terms of reference and recommend any changes considered necessary to the Board for approval.
- (c) Ensure appropriate training for its members, both in the form of an induction for new members and on an ongoing basis as discussed with the Committee.
- (d) the Committee shall have access to sufficient resource and such information as it may require from any director, officer or employee of the Company to carry out its duties.
- (e) The Committee is authorised (at the Company's expense) to take professional advice as necessary.

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| Approved by the Board on: | DATE: 28.02.2023 |
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