

## **INTERAMERICAN SUSTAINABILITY COMMITTEE CHARTER**

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### **1. Overall purpose and Objectives**

The Sustainability Committee (“SC”) of the “INTERAMERICAN” (INTERAMERICAN HELLENIC INSURANCE COMPANY SA.) derives its authority from and is hereby constituted as a sub-committee of the Board of Directors (“BoD”) of the INTERAMERICAN (I/A).

The Sustainability Committee is responsible to assist the BoD in the realization of the IAG’s sustainable development and ESG Strategy. The Committee reviews periodically or when necessary, the Strategy to ensure adequate performance and alignment with the business strategy. It is accountable to the Board of Directors and has a supervisory role to the ESG Taskforce. For the smooth communication flow of ESG decisions at BoD level to the SC, the BoD and the SC jointly assign an ESG/Climate Expert at BoD level, who is also an Executive Member. The BoD also approves the authorization levels (Delegation of Authorities) of the SC to enable a disciplined ESG strategy execution.

### **2. ESG/Climate expert at BoD level Roles and Responsibilities**

On top of the BoD and SC responsibilities, the ESG/Climate expert at BoD level will also assume responsibility on the below:

- a. Regularly update the Board of Directors and the SC on ESG issues (incl. strategy and regulatory reporting).
- b. Recommend to the BoD the future ESG strategy of IAG.
- c. Represent the OpCo in ESG strategic planning sessions of Achmea.
- d. Facilitate the permanent ESG agenda at BoD level at least twice a year.
- e. The Sustainability Leader will have a formalized dotted reporting line to the ESG/Climate expert at BoD level assuming frequent communication about ESG related matters.

### **3. SC Membership, Operation and Decisions**

- a. The SC matches the Executive Committee of the Company plus the Sustainability Leader. It is composed of 10 members,, who will be the following:
  - Chief Executive Officer – CEO, Chairman and Member, Executive BoD member
  - Chief Financial Officer – CFO, Member, Executive BoD member and ESG/climate expert at BoD level
  - Chief Operations Officer – COO, Member, Executive BoD member
  - General Manager Customer Value Management & Experience, Member
  - Life & Health General Manager, Member
  - Sales & Marketing General Manager – CCO, Member
  - Human Resources Manager, Member
  - Legal Manager, Member
  - Sustainability & Stakeholders Relations Leader, Member
  - Internal Audit, Attendee

Risk Management, Attendee  
Compliance, Attendee

The Enterprise Portfolio Coordinator is appointed as secretary of the Committee. The Chairman and the members have the right to resign at any time, giving a 3-month prior notice.

- b. The SC is quorate and in valid session when at least half plus one of the total number of members are present. The SC's decisions shall be validly adopted by the absolute majority of the members present at the meeting. The minutes of each meeting are held electronically by the Enterprise Portfolio Coordinator.
- c. Decisions can be adopted (and shall generate effects as valid decisions of the SC) by the absolute majority of the total number of members, even if no meeting has been previously held. The signatures of the members of the relevant minutes may be replaced by emails or messages exchanged by other electronic means.
- d. The SC meets at least three times a year (physically or virtually) and can be called upon ad hoc by the Chairman, the Secretary, if necessary to ensure the performance of the responsibilities.

#### **4. SC Roles and Responsibilities**

The SC is responsible to:

- Provide the high-level direction, authority, resources, input & approvals
- Communicate its recommendations or proposals to the BoD, to ensure the overall oversight into key ESG and Sustainability issues.
- Propose and shape ways to integrate sustainable development into the Company's business strategy and business plan.
- Form and develop the Company's Sustainability strategy setting sustainable development goals and actions, including business cases for sustainable products.
- Identify developments regarding climate change and sustainability, relevant to the industry & sets the strategy for the Company's response to climate change adaptation and mitigation.
- Report directly to the BoD regarding the Company's performance and progress on ESG Criteria (environment, social, governance) and the correlated risks & opportunities (delivers at minimum an annual presentation).
- Receive feedback from the Board of Directors on sustainable development and climate change issues and incorporate this into the strategic planning.
- Approve ESG related reports and disclosures in alignment with International standards and guidelines (Sustainability Report, EIOPA climate-related guidelines, ORSA, CSRD, SFDR disclosures, IDD ESG integration deliverables, etc.).
- Supervise the Sustainability reporting process and make recommendations regarding appropriate actions for ratings improvement and compliance

with Global, Local Regulations and Achmea's guidelines for non-financial reporting.

- Formulate remuneration and incentive schemes based on ESG / non-financial criteria and submit for approval to the relevant BoD Committees and/or BoD itself (e.g., embedment in performance contracts)
- Provide guidance to the ESG taskforce regarding the realization and implementation of the sustainable development strategy.

## **5. ESG Taskforce Roles and Responsibilities**

In performing its duties the SC is supported by the ESG taskforce consisting of ESG Business Partners of Interamerican across selected Departments & Tribes and the Sustainability Team, the key responsibilities of which is to:

- Integrate the elements of the ESG strategy into the Company's business model & operations.
- Implement initiatives related to the ESG Action Plan. Communicate and report progress on target fulfilment and strategy execution. Regularly measure and analyze ESG-related KPIs and progress of the ESG goals and performance targets and escalate to the SC should declinations overcome agreed thresholds. Promote sustainability principles throughout the Company and ensure the adequate training and upskilling of the Company's executives and staff regarding ESG developments. Submit ESG issues and prepare deliverables for information/review and validation to the Sustainability Committee.
- Keep abreast of any upcoming regulatory expectations and voluntary standards.
- Develop interactive control mechanisms and monitor the implementation of responsible market practices of key competitors, associations, unions, chambers and institutions. Provide qualitative and quantitative data for the preparation of the Company's Sustainable Development and ESG Reports.
- Propose and include sustainability and ESG characteristics into the Company's offered products and services and identify new business models.
- Report to the Sustainability monthly.
- Lead ESG change management activities across functional areas and Tribes.

The members of the ESG Taskforce are: Sustainability Leader, Sustainability Specialist, HR representative, Financial & Asset management Division representative, Health Tribe representative, M&C Tribe, Business Technology Tribe representative, IT Strategy & Governance Division representative, Corporate & Special Risks Solutions Division representative, Risk Manager, Compliance Officer, Procurement representative, Legal Department representative, Investments officer, Corporate Marketing Leader, Assistance General Manager.

## **6. Sustainability Team Roles and Responsibilities**

- The Sustainability Team comprises dedicated resources who assume sole ownership and accountability on ESG related matters and consist of the Sustainability Leader and the Sustainability Specialist. The Sustainability

Leader leads the Sustainability Team and mobilizes other organisational resources as deemed appropriate to deliver on IAG's sustainability objectives. The Sustainability Leader is the connecting link between the SC and the ESG Taskforce and is thus responsible for ensuring active engagement between the SC and the ESG Taskforce and is also responsible for communicating any propositions / concerns of the ESG Taskforce to the SC and ensuring that they will be effectively addressed. The Sustainability Leader will also update the Executive Committee on ESG related matters on a monthly basis during the permanent ESG agenda topic at ExCo level.

The main roles and responsibilities of the Sustainability Team include:

- Acting as the ultimate custodian for the sustainable development and the ESG Strategy development as defined and approved by the SC.
- Developing and coordinating all ESG related reports (Sustainability Report, CSRD, etc.) along with the ESG Taskforce in accordance with relevant frameworks and guidelines.
- Conducting the participation to ESG ratings assessments related to strategy.
- Reporting significant ESG strategy issues to the ESG / Climate expert for consideration.
- Monitoring the performance on ESG strategic goals and performance targets and report to the ESG / Climate expert.
- Acting as focal point to Achmea's Sustainability Team.
- Participating in ESG strategic planning sessions of Achmea.
- Rolling out ESG awareness sessions across IAG's internal stakeholders.
- Operationalizing and commercializing the ESG strategy.

## **7. Other procedures**

- a. The agenda of the coming meeting and the minutes of the previous meeting of the SC must be submitted by the Sustainability & Stakeholders Relations Leader at least two days prior to the meeting.
- b. The SC will report all recommendations and decisions to the BoD twice a year (in February and September).
- c. The Executive Committee can make suggestions for improvement or amendment before any action is implemented on the proposals submitted by the SC.

Agreed and adopted by the SC Committee of INTERAMERICAN  
On 5/2/2024

Agreed and adopted by the Board of Directors  
on 8/3/2024