# ENCORE WIRE CORPORATION SUSTAINABILITY COMMITTEE CHARTER (ADOPTED AUGUST 2, 2021)

### **PURPOSE OF COMMITTEE**

The Sustainability Committee (the "Committee") is appointed by the Board of Directors (the "Board") of Encore Wire Corporation (the "Company") to support the Company's on-going commitment to operate all aspects of its business with integrity, to promote a culture of diversity and inclusion and to use natural resources thoughtfully and responsibly so as to protect and preserve the environment (collectively, Environmental, Social & Governance matters or "ESG Matters") by assisting the senior management of the Company in:

- 1. Setting the Company's general strategy relating to ESG Matters, as well as developing, implementing and monitoring initiatives and policies at the Company based on that strategy.
- 2. Overseeing communications with investors and other stakeholders of the Company with respect to ESG Matters.
- 3. Efficient and timely disclosure of ESG Matters to internal and external stakeholders.

It is recognized that the Sustainability Committee's responsibility is oversight in nature and that the primary responsibility and ultimate decision-making with respect to the Company's underlying programs and policies remains with the subject matter experts currently responsible for such matters.

## **COMMITTEE AUTHORITY AND RESPONSIBILITIES**

The Committee shall have the following authority and responsibilities:

- 1. To assist the management of the Company in setting the Company's general strategy with respect to ESG Matters, and to consider and recommend policies, practices and disclosures that conform with the strategy.
- 2. To oversee the Company's reporting and disclosure with respect to ESG Matters.
- 3. To assist in overseeing external communications regarding the Company's position or approach to ESG Matters.
- 4. To consider current and emerging ESG Matters that may affect the business, operations, performance or public image of the Company or are otherwise pertinent to the Company and its stakeholders, and to make recommendations on how the Company's policies, practices and disclosures can adjust to or address current trends.
- 5. To advise the management of the Company on stockholder proposals and other significant stakeholder concerns relating to ESG Matters.

- 6. To review the Company's strategy, policies, practices and disclosures for consistency with respect to ESG Matters, and to make such recommendations to management with respect thereto as it may deem advisable;
- 7. To review and assess this Charter annually and recommend any proposed changes for approval.
- 8. To perform such other duties, tasks and responsibilities relevant to the purpose of the Sustainability Committee as may from time to time be requested by the Board.

The Committee Chairperson may delegate such responsibilities (or a subset thereof) to one or more members of the Sustainability Committee.

### **MEETINGS**

The Committee shall meet as required, upon the call of the Chair of the Committee. A majority of the Committee members shall constitute a quorum for the transaction of business.

The Chair of the Committee shall prepare a written agenda in advance of each meeting of the Committee. The Committee shall keep regular minutes of its meetings and shall report its actions to the full Board at the next Board meeting. The Secretary of the Board of Directors will serve as Secretary for the Committee.

#### **COMMITTEE ACTIONS**

Determinations of the Sustainability Committee will be made upon the approval of the Committee Chairperson, following receipt of input from the other Sustainability Committee members.

#### **MEMBERSHIP**

The members of the Sustainability Committee will be approved by the Board of the Company from time to time. The members of the Sustainability Committee will include the non-employee directors of the Board as the Board deems appropriate, taking into account, among other things, such person's expertise in relevant disciplines, including environmental, health, and safety, operations, legal, investor relations, government affairs, corporate governance, finance, human resources, and communications. All of the members of the Sustainability Committee will meet the criteria for independence contained in applicable laws, regulations, rules and stock exchange requirements.

### REPORTING AND DELEGATION

The Sustainability Committee will report to the Board and to such other members of the senior management of the Company as the Board may from time to time designate.