

CONSTELLIUM SE

SAFETY AND SUSTAINABILITY COMMITTEE CHARTER

Save as otherwise defined herein, any capitalized term used in this Charter shall have the same meaning given to it for purposes of the Rules for the Board of Directors (the “**Board Rules**”) of Constellium SE (the “**Company**”).

Purpose

The Safety and Sustainability Committee (the “**Committee**”) is appointed by the Board to assist the Board in providing global oversight and support:

- i) for the implementation and effectiveness of the Company’s employee safety risk-management procedures, policies, programmes and initiatives; and
- ii) of the Company’s goals and responsibilities in respect of the development, implementation and monitoring of the Company’s sustainable development policies in particular relating to climate change and environmental matters, including but not limited to green-house gas emissions, energy savings, recycling, landfill, health and human rights as part, of its supply chain due diligence.

The Committee will work with and, if necessary, advise the other committees of the Board on those specific areas that primarily come within the mandate of the other committees but also are part of the Company’s sustainability initiatives. These include but are not limited to:

For the Audit Committee:

The Constellium Worldwide Code of Employee and Business Conduct
The Constellium Integrity Hotline
Anti-corruption and bribery issues

For the Nominating and Governance Committee:

Diversity at Board level;
General Corporate Governance issues

For the Human Resources Committee:

Diversity within the organisation
Compensation to the extent that it is linked to sustainability issues
Labour, human rights’ matters and community issues within the Company

Membership

The Committee shall consist of no fewer than three Directors, each of whom shall be a Non-Executive Director. The Board shall appoint the members of the Committee upon the recommendation of the Nominating & Governance Committee and such members may be removed by the Board at its discretion. The Board may appoint a Chairperson of the Committee.

Meetings

The Committee shall meet as often as necessary to carry out its responsibilities and at least four times per year with two alternate meetings dealing primarily with safety issues and the other two meetings dealing primarily with sustainability issues. The Committee Chairperson shall preside at each meeting. In the event the Committee Chairperson is not present at a meeting, the Committee members present at that meeting shall designate one of its members as the acting chair of such meeting. A majority of the members of the Committee shall constitute a quorum.

Organization

The Committee will regularly report to the Board. It will reassess the adequacy of this Charter annually and may propose changes to the Board for approval.

In discharging its responsibilities, the Committee may ask members of management to attend meetings and participate in discussions.

Authority to Engage Advisors

In discharging its responsibilities, the Committee will have the resources and authority to obtain advice and assistance from internal resources and external advisors it deems appropriate (at the Company's expense after informing the Board) and to incur reasonable costs in respect of such advisors.

Duties and Responsibilities

The Committee will:

1. Review periodically the Company's policies, practices and programs with respect to the management of safety and sustainability matters. Review significant changes in these policies, practices and programs.
2. Review and periodically assess the Company's organizational structure for dealing with safety and sustainability matters.
3. Monitor the adequacy of the Company's policies, practices and programs for ensuring compliance with laws and regulations relating to safety and sustainability matters. Review management action taken with respect to any significant deficiencies identified or improvements recommended in the monitoring of compliance.
4. Review at least annually the Company's record of compliance with laws, regulations, and Company policies relating to safety and sustainability matters.
5. To the extent requested by the Audit Committee, monitor the Company's process of identifying areas where accruals, reserves and asset retirement estimates may be necessary in respect of environmental health and safety ("EHS") issues and communicate the results of its review to the Audit Committee, as appropriate.
6. Receive reports from management on significant EHS litigation and regulatory proceedings in which the Company is or may become involved.

7. Receive reports from management on significant regulatory trends in respect of safety and sustainability matters that may have an effect on the Company's business.
8. Receive reports from management on safety and sustainability issues arising in connection with material acquisitions and divestitures and provide comment on the same as the Committee deems necessary or appropriate.
9. Review the adequacy of the measures the Company has put in place to identify risks in relation to health, security and the environment and breaches of human rights and fundamental rights in the supply chain (as required under the French *loi de vigilance*) and review the corresponding report (which is a section in the annual Management Report (*rapport de gestion*)), if necessary working with the Human Resources Committee in respect of human and fundamental rights.
10. Review the annual Constellium Business and Sustainability Report.
11. Review annually this Committee Charter and recommend any change to the Board after taking in to account any development in the regulatory landscape and/or and change in the recommended scope of the mandate of the Committee.

The Committee shall perform such other duties and responsibilities as are consistent with the purpose of the Committee and as the Board or the Committee shall deem appropriate.

Charter significantly revised, and subsequently approved by the Board on 16 September 2021