

## **PRIMO BRANDS CORPORATION (the “Corporation”) SUSTAINABILITY COMMITTEE (the “Committee”) CHARTER**

**Purpose:** The Sustainability Committee is established by the Board of Directors (the “Board”) of the Corporation to assist the Board in discharging its oversight responsibility related to the Corporation’s policies and programs related to sustainability matters and strategy, such as climate change impacts, risks and opportunities, energy and natural resources conservation, environmental and supply chain sustainability, and other sustainability issues that are relevant and material to the Corporation.

**Authority, Duties and Responsibilities:** The Committee has the following specific authority, duties and responsibilities, in addition to any similar matters which may be referred to the Committee from time to time by the Board:

1. Review periodically the governing documents and mandates of the Board committees and recommend changes as necessary in accordance with and with respect to sustainability policies, programs, practices and related goals.
2. Oversee the Corporation’s public reporting on sustainability matters, including the related policies and procedures used in the preparation of such disclosures and performance against targets.
3. Oversee the Corporation’s management of sustainability and climate change impacts, risks, and opportunities, including the development and maintenance of a climate risk framework.
4. Review and reassess periodically the adequacy and appropriateness of the sustainability strategy, policies, programs, practices and related goals of the Corporation and recommend any proposed changes to the Board for approval.
5. Undertake such other initiatives as are needed to help the Board deliver appropriate sustainability policies, programs, practices and related goals.
6. Periodically review and reassess the adequacy and appropriateness of the Corporation’s strategy, initiatives, policies and programs relating to environmental, social and governance (“ESG”) and sustainability matters that are significant to the Corporation, receive updates with respect thereto from the Corporation’s management and recommend any proposed changes to the Board for approval.
7. Oversee the Company's sustainability and ESG-related engagement efforts with stockholders, other key stakeholders, and proxy advisory firms.
8. Retain, to the extent it deems necessary or appropriate, outside consultants and other outside advisors to the Committee at the expense of the Corporation. The Committee shall have sole authority to approve any such consultants’ or advisors’ fees and other retention terms.

**Structure:**

9. Upon the recommendation of the Nominating and Governance Committee, the Board shall elect annually from among its members a committee to be known as the Sustainability Committee to be composed of at least three directors; provided that the size of the Committee shall be consistent with the obligations under the Corporation's amended and restated certificate of incorporation ("Certificate of Incorporation") and the stockholders' agreement among the Corporation, Triton Water Parent Holdings, LP and the other parties thereto (as amended and/or restated from time to time, the "Stockholders' Agreement"), for so long as the Stockholders' Agreement is in effect.
10. As provided in the Certificate of Incorporation, for so long as the ORCP Stockholders (as defined in the Certificate of Incorporation) have the right to nominate at least one individual for election to the Board pursuant to the Certificate of Incorporation (each such individual, a "Sponsor Nominee"), the ORCP Stockholders shall have the right, but not the obligation, to designate a number of members to the Committee equal to the lesser of (i) two directors or (ii) the number of directors that is proportionate (rounding up to the whole director) to the number of Sponsor Nominees that the ORCP Stockholders are entitled to nominate to the Board pursuant to the Certificate of Incorporation (it being understood that for so long as the ORCP Stockholders have or share, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, (i) the power to vote, or to direct the voting of, or (ii) the power to dispose, or to direct the disposition, of greater than or equal to 45% of the Corporation's outstanding shares of Class A common stock, par value \$0.01 per share (the "Class A Common Stock"), the ORCP Stockholders shall have the right to designate at least half of the members of the Committee; provided that such ownership percentage shall not include any shares of Class A Common Stock issuable upon conversion of shares of the Corporation's Class B common stock, par value \$0.01 per share, prior to the actual conversion into shares of Class A Common Stock thereof).
11. A majority of the members of the Committee shall constitute a quorum. No business may be transacted by the Committee except at a meeting of its members at which a quorum of the Committee is present (in person or by means of telephone or video conference whereby each participant has the opportunity to speak to and hear one another) or by a resolution in writing signed by all the members of the Committee.
12. Each member of the Committee shall hold such office until the next annual meeting of stockholders after his or her election as a member of the Committee. However, any member of the Committee may be removed or replaced at any time by the Board, with or without cause, and shall cease to be a member of the Committee as soon as such member ceases to be a director or otherwise ceases to be qualified to be a member of the Committee.
13. The Board shall fill Committee member vacancies by appointing a member from the Board; provided, that (i) if such vacancy is the result of a Sponsor Nominee of the ORCP Stockholders having resigned from the Board as a result of (x) a reduction in the Total Number of Directors (as defined in the Certificate of Incorporation) or (y) such director having become a Competing Director (as defined in the Certificate of Incorporation), the ORCP Stockholders shall have the right to fill the resulting vacancy with a new Sponsor Nominee (and, for the avoidance of doubt, such member seat shall remain vacant until such

vacancy is filled by the ORCP Stockholders) and (ii) if the ORCP Stockholders have designated less than the number of directors to serve on the Committee to which they are entitled, the ORCP Stockholders shall have the right, at any time, to designate such (or such additional number of) Sponsor Nominees to the Committee to which they are entitled. If a vacancy on the Committee exists for which the Board or the ORCP Stockholders, as applicable, have not appointed a replacement member, the remaining members shall exercise all the Committee's powers so long as a quorum exists.

14. Upon the recommendation of the Nominating and Governance Committee, the Board shall elect a member of the Committee to act as Chair of the Committee (the "Chair"). In the absence of the Chair from any meeting of the Committee, the members of the Committee shall appoint one of their number to act as Chair of the meeting. The Chair will appoint a secretary who will keep minutes of all meetings (the "Secretary"), which shall be circulated to members of the Board upon completion. The Secretary need not be a member of the Committee or a director and can be changed by simple notice from the Chair.
15. The Committee will meet as many times as is necessary to carry out its responsibilities, but in no event will the Committee meet less than twice a year, and will meet without members of management present from time to time as requested by the Chair.
16. The time at which and the place where the meetings of the Committee shall be held, the calling of meetings and the procedure in all respects of such meetings shall be determined by the Chair, unless otherwise provided for in the bylaws of the Corporation or otherwise determined by resolution of the Board.
17. The members of the Committee shall be entitled to receive such remuneration for acting as members of the Committee as the Board may from time to time determine.
18. The Committee may form and delegate authority to subcommittees consisting of one or more members of the Committee when appropriate.
19. The Committee shall annually review and reassess the adequacy of this charter and recommend any proposed changes to the Board for approval.
20. The Committee shall annually review and assess the Committee's own performance and report regularly to the Board regarding the results of the Committee's activities.

### **Disclosure:**

This charter shall be made available on the Corporation's website.

### **Interpretations and Determinations:**

The Committee and the Board shall have the power and authority to interpret this charter and make any determinations as to whether any act taken has been taken in compliance with the terms hereof; *provided* that this charter will be interpreted to be consistent with the Certificate of Incorporation and, for so long as the Stockholders' Agreement is in effect, the Stockholders' Agreement.

**No Rights Created:**

This charter is a broad policy statement and is intended to be part of the Committee's flexible governance framework. While this charter should comply with all applicable laws, regulations and listing requirements and the Corporation's Certificate of Incorporation and bylaws, this charter does not create any legally binding obligations on the Committee, the Board, any members of the Board or the Corporation.

*Adopted November 2024*

*Revised February 2026*