

Lowe's Companies, Inc.
Sustainability Committee Charter

Purpose

The Sustainability Committee (the "Committee") is established by the Board of Directors (the "Board") of Lowe's Companies, Inc. (the "Company") as an independent and objective committee of the Board. The purpose of the Committee is to assist the Board in discharging its responsibilities relating to oversight of the Company's sustainability strategies and initiatives and to review the Company's position on significant environmental and social issues, as more fully set forth in this Charter.

Charter

At least annually, this Charter shall be reviewed and reassessed by the Committee and any proposed changes shall be submitted to the Board for approval.

Composition

The Committee shall be composed entirely of members of the Board who qualify as "independent" under the requirements of the listing standards of the New York Stock Exchange and shall include not less than three members of the Board who qualify as "independent."

Term and Committee Chair

The members of the Committee shall be nominated by the Nominating and Governance Committee and appointed by the Board in accordance with the Bylaws of the Company. Members shall serve at the pleasure of the Board and for such term or terms as the Board may determine. The Board shall designate the Chair of the Committee upon the recommendation of the Nominating and Governance Committee. Except as expressly provided in this Charter and the Bylaws of the Company, the Committee shall fix its own rules of procedure.

Meetings

The Committee shall meet at such times, and in the manner it determines to be necessary or appropriate, but not less than twice each year. The Chair of the Committee shall be responsible for scheduling all meetings of the Committee. The Chair shall preside at the meetings of the Committee. In the absence of the Chair, the majority of the members of the Committee present at a meeting shall appoint a member to preside at the meeting. The Committee may adopt such other rules and regulations for calling and holding its meetings and for the transaction of business at such meetings as is necessary or desirable and not inconsistent with the provisions of the Bylaws or this Charter.

**Quorum; Action by
Committee**

A majority of the members of the Committee shall constitute a quorum. All determinations of the Committee shall be made by a majority of its members present at a meeting duly called and

held (or where the Committee consists of only two members, or only two members are present and constitute a quorum, by unanimous vote). Any decision or determination of the Committee reduced to writing and signed by all of the members of the Committee (including by means of electronic transmission) shall be as fully effective as if such decision or determination had been made at a meeting duly called and held.

Agenda, Minutes and Reports

The Chair of the Committee shall be responsible for establishing the agendas for meetings of the Committee. An agenda, together with materials relating to the subject matter of each meeting, shall be sent to members of the Committee prior to each meeting. Minutes for all meetings of the Committee shall be prepared by the Secretary or an Assistant Secretary of the Company to document the Committee's discharge of its responsibilities. The minutes shall be circulated in draft form to all Committee members to ensure an accurate final record, shall be approved at a subsequent meeting of the Committee and shall be distributed periodically to the full Board. The Committee shall make regular reports to the Board, and all actions of the Committee shall be reported to the Board at the next regular meeting of the Board.

Committee Authority and Responsibilities

The Committee shall have the following authority and responsibilities:

1. Review, discuss and provide feedback to management on the Company's programs, policies and practices pertaining to the Company's environmental and social responsibility issues and impacts to support the sustainable growth of the Company.
2. Assist the Board in fulfilling its oversight responsibility by evaluating and monitoring the environmental, social and related public policy trends, which could affect the Company's business activities and performance.
3. Discuss with management the Company's plans for maintaining and improving corporate sustainability strategies, the implementation of which create value consistent with the long-term preservation and enhancement of shareholder value.
4. Monitor the Company's performance against relevant external sustainability indices.
5. Review the Company's annual Corporate Responsibility Report.
6. Review shareholder proposals encompassing matters overseen by the Committee, and make recommendations to the Board regarding the Company's response to such proposals.
7. Address other matters that may be referred to the Committee by the Board from time to time.

Committee Performance Evaluation

The Committee shall evaluate its performance on an annual basis and develop criteria for such

evaluation. The Committee Chair shall report the Committee's conclusions to the Board and may make recommendations for improvement to the Board.

Resources and Authority of the Committee

The Committee may, in its sole discretion, retain or obtain the advice of outside legal counsel or other external advisers (each, a "Committee Adviser"). The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Committee Adviser retained by the Committee. The Committee shall not be required to implement or act consistently with the advice or recommendations of any Committee Adviser, and the authority granted in this Charter to the Committee shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this Charter. Except as explicitly prohibited by this Charter or applicable law, the Committee may also solicit input from any directors, officers or employees of the Company, and may request that any officer or other employee of the Company, the Company's outside counsel or any other person, meet with any members of, or Committee Advisers to, the Committee. The Committee shall have full access to all books, records, facilities and personnel of the Company.

Funding

The Committee shall have the authority to determine the appropriate funding (which shall be supplied by the Company at the request of the Committee) for the payment of compensation to any Committee Adviser engaged by the Committee and for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Delegation

The Committee may, by resolution passed by a majority of the Committee, designate one or more subcommittees, each subcommittee to consist of one or more members of the Committee. Any such subcommittee to the extent provided in the resolutions of the Committee, and to the extent not limited by applicable law or listing standard, shall have and may exercise all the powers and authority of the Committee. Each subcommittee shall have such name as may be determined from time to time by resolution adopted by the Committee. Each subcommittee shall keep regular minutes of its meetings and report the same to the Committee or the Board as appropriate.

Miscellaneous

The Committee shall also carry out such other duties that may be delegated to it by the Board from time to time. Nothing in this Charter shall be deemed to amend the provisions of the Bylaws with respect to this Committee or other committees of the Board absent a separate resolution of the Board expressly amending the Bylaws.

Originally adopted: November 2018

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