

**MERITAGE HOMES CORPORATION**  
**CHARTER OF THE**  
**ENVIRONMENTAL, SOCIAL AND SUSTAINABILITY COMMITTEE**

**I. PURPOSE AND AUTHORITY**

The Environmental, Social and Sustainability (“ES&S”) Committee (the “Committee”) of the Board of Directors (the “Board”) of Meritage Homes Corporation (the “Corporation”) is responsible to the Board and reports regularly to the Board on the activities of the Committee, which includes the support, development, strategy, prioritization, integration and reporting of the Corporation’s ongoing commitment to environmental, health, safety, corporate social responsibility, sustainability and other related trends, issues and concerns (collectively, “ES&S Matters”).

The Committee shall have the authority to obtain advice and assistance from consultants, legal counsel, and other advisers as appropriate to perform its duties hereunder, and to determine the terms, costs and fees for such engagements. Without limitation, the Committee shall have the sole authority to retain and terminate any ES&S consultant, counsel or adviser and to determine and approve the terms, costs and fees for such engagements. The fees and costs of any consultant or adviser engaged by the Committee to assist the Committee in performing its duties hereunder shall be borne by the Corporation. In engaging and retaining any outside advisers, the Committee shall take into consideration: any independence or similar factors pertaining to the outside adviser as required by the New York Stock Exchange (“NYSE”), the Securities and Exchange Commission (“SEC”) and other applicable rules and regulations, including whether the person (firm) employing the adviser is providing any other services to the Corporation; how much the firm employing the adviser has received in fees from the Corporation, as a percentage of the firm’s revenue; what policies and procedures have been adopted by the firm employing the adviser to prevent conflicts of interest; whether the adviser has any business or personal relationship with a member of the Committee; whether the adviser owns any stock of the Corporation; and whether there are any business or personal relationships between the executive officers of the Corporation and the adviser, or firm employing the adviser. The Committee may, when appropriate, form and delegate authority to a sub-committee comprised of independent directors.

**II. COMPOSITION**

The Committee shall be comprised of three or more directors, each of whom must meet the independence requirements of applicable SEC and NYSE rules. In addition, no director may serve on the Committee unless he or she is both (1) a “non-employee director” for purposes of Rule 16b3 under the Securities Exchange Act of 1934, as amended, and (2) an “outside director” for purposes of Section 162(m) of the Internal Revenue Code of 1986, as amended. Members of the Committee shall be appointed by the Board upon recommendation of the Nominating/Governance Committee. Any member may be removed by the Board at any time. The Committee Chair shall be elected by the Board upon recommendation of the Nominating/Governance Committee and shall preside at all regular sessions of the Committee.

### **III. MEETINGS**

The Committee shall meet according to a pre-established calendar and schedule of Committee agenda items that is prepared on an annual basis. In addition, the Committee shall meet as often as it deems necessary to fulfill its responsibilities hereunder and may meet with management or individual directors at such time as it deems appropriate to discuss any matters before the Committee. The Committee should meet at least one time per year with the Corporation's management and should meet periodically without the presence of management. The Committee shall maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.

### **IV. RESPONSIBILITIES AND DUTIES**

The Committee's scope will encompass oversight of the Corporation's policies and performance related to ES&S Matters as described in the Purpose and Authority section. The Committee shall review the Corporation's objectives, plans and performance and recommend actions, as necessary, to achieve continuous alignment with internal and external stakeholder expectations. The Committee shall have the following specific authority and responsibilities, including:

1. Assist the Corporation in setting the general strategy with respect to ES&S Matters, and consider and recommend policies, practices and disclosures that conform with the strategy.
2. Review and collaborate with the Corporation's Nominating/Governance Committee regarding the Corporation's environmental, social and governmental reports and scores from relevant internal and external stakeholders, as available, and provide guidance on areas of opportunity only with respect to ES&S Matters.
3. The Committee shall oversee management's monitoring and enforcement of the Corporation's policies to protect the health and safety of employees, contractors, customers and the public and, as applicable, the environment, and review with management the quality of the Corporation's procedures for identifying, assessing, monitoring and managing the principal environmental and social risks to the Corporation.
4. The Committee shall oversee the Corporation's policies and practices promoting diversity and inclusion, in collaboration with the Chief People Operations Officer, and the Corporation's human and workplace rights and policies.
5. The Committee shall review and advise the board on (a) the Corporation's sustainability targets and its long-term ES&S objectives as compared to its homebuilder peer group, as well as public companies in general with a market capitalization of less than \$10 billion and (b) the Corporation's progress as compared to key sustainability targets.
6. The Committee shall consider and bring to the attention of the Board, as appropriate, environmental, social and political trends as well as major global legislative and regulatory developments or other public policy issues that may affect the business operations, performance or public image of the Corporation and

make recommendations to the Board, as appropriate, regarding how the Corporation's policies and practices can be adjusted to address such trends and issues.

7. Oversee the Corporation's reporting and disclosure with respect to ES&S Matters, including compliance with any applicable laws.
8. Monitor the Corporation's relationships with external stakeholders as they relate to ES&S Matters and review and receive updated reports from management on significant ES&S Matters.
9. Assist the Corporation's executive management with overseeing communications regarding the Corporation's messaging related to ES&S Matters.
10. Advise on the Corporation's systems in place to monitor and collect data related to ES&S Matters.
11. Advise on stockholder proposals or other significant stakeholder concerns related to ES&S Matters.
12. Consider and bring to the attention of the Board current or emerging ES&S Matters that may affect the business, operations, performance or public perception of the Corporation.
13. Review and update, in collaboration with the Nominating/Governance Committee, the Committee's Charter on at least an annual basis and consult with the Executive Compensation Committee on matters related to compensation targets that may be linked to ES&S objectives.
14. Regularly report to the Board.
15. Conduct a Committee self-evaluation on at least an annual basis, consistent with the self-assessment process reflected in the Corporation's Corporate Governance Principles and Practices.
16. Perform any other duties and functions consistent with this Charter, the Corporation's charter and Bylaws, and governing law, as the Committee or the Board deems necessary or appropriate.
17. The Committee shall oversee, review and provide guidance on the Corporation's policies on corporate charitable and philanthropic activities.
18. The Committee shall review the Corporation's public policy advocacy efforts including political contributions to confirm alignment with the Corporation's value and policies.