

TITAN AMERICA SA STRATEGY COMMITTEE CHARTER

I. Statement of Purpose

The Strategy Committee (the "Committee") is a standing committee of the Board of Directors (the "Board") of Titan America SA (the "Company"). The purpose of the Committee is to assist the Board in reviewing and monitoring the Company's strategy agenda and growth plan. Additionally, the Committee supports the Board in evaluating key strategic decisions on an ad hoc basis. Strategy formulation remains in all instances with the Board, while the implementation and execution of the Company's strategic plans and initiatives, including day-to-day operational and organizational matters rest with the Company's management.

II. Organization

A. *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.

B. *Members.* The Committee shall be composed of at least three members, who may be either executive or non-executive directors. The CEO of the US business and the Chair of Board of Directors shall always be members of the Strategy Committee. The Committee's composition shall reflect the requirements of the Corporate Governance Guidelines of the Company, as applicable.

C. *Term and Committee Chair.* The Board shall appoint the members of the Committee for such term or terms as the Board may determine or until a member's earlier resignation or death, and shall designate a committee chair (the "Committee Chair"). The members of the Committee may be replaced or removed by a majority vote of the Board at any time in the Board's sole discretion.

D. *Meetings.* In order to discharge its responsibilities, the Committee Chair shall each year establish a schedule of meetings. Additional meetings may be called by the Committee Chair, a majority of the members of the Committee or the Chairman of the Board. Meetings of the Committee may be held in person, telephonically or by videoconference or other similar communications equipment.

E. *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. 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.

F. *Agenda, Minutes and Reports.* The Committee Chair 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 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.

III. Responsibilities

A. The following shall be the principal responsibilities of the Committee:

1. reviewing industry and market developments in relation to the objectives of the Company's strategy, and recommending corrective actions when necessary.
2. supporting the Board in reviewing the annual strategic plan submitted by management and monitoring its alignment with the agreed strategy.
3. providing guidance to management in preparing strategy-related documents for Board review. This includes, but is not limited to, the development of strategic options, milestone plans, and both annual and medium-term targets.
4. reviewing ad hoc strategic transactions or initiatives proposed by the Board, CEO, or the Finance Committee, including acquisitions, divestments, strategic alliances, partnerships, and entry into new product markets or geographic regions.
5. monitoring the progress of strategic projects and initiatives, as well as the Company's business plan, ensuring alignment with the strategic objectives of TITAN Group.

B. *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.

C. *Access to Records, Input, Consultants and Others.* The Committee shall have the authority and responsibility to retain, oversee and terminate outside legal counsel, any search firm used to identify director candidates or other advisors or consultants (each, a "Consultant") to assist the Committee in performing its duties, to approve the terms of any such engagement and to set the fees paid to such Consultant. Before selecting or receiving advice from an advisor (other than (i) in-house counsel and (ii) any advisor whose role is limited to either (x) consulting on any broad-based plan that does not discriminate in scope, terms, or operation, in favor of executive officers or directors of the Company, and that is available generally to all salaried employees or (y) providing information that either is not customized for the Company or that is customized based on parameters that are not developed by the advisor and about which the advisor does not provide advice), the Committee must take into consideration all factors relevant to the advisor's independence from management, including (i) the provision of other services to the Company by the person that employs the advisor, (ii) the amount of fees received from the Company by the person that employs the advisor, as a percentage of the total revenue of the person that employs the advisor, (iii) the policies and procedures of the person that employs the advisor that are designed to prevent conflicts of interest, (iv) any business or personal relationship of the advisor with a member of the Committee, (v) any stock of the Company owned by the advisor, and (vi) any business or personal relationship of the advisor or the person employing the advisor with an executive officer of the Company. Except as explicitly prohibited by this charter, the listing rules of the New York Stock Exchange 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 meet with any members of, or Consultants to, the Committee. The Committee shall have full access to all books, records, facilities and personnel of the Company.

D. *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 Consultants 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.

E. Delegation. The Committee may delegate any of its responsibilities to a subcommittee comprised of one or more of its members, as appropriate.

F. Other Duties. The Committee shall also carry out such other duties that may be delegated to it by the Board from time to time.

Adopted by the Board of Directors on January 14, 2026