

TITAN AMERICA SA FINANCE COMMITTEE CHARTER

I. Statement of Purpose

The Finance Committee (the “Committee”) is a standing committee of the Board of Directors (the “Board”) of Titan America SA. This Charter applies to Titan America SA (together with its subsidiaries, the “Company”). The purpose of the Committee is to assist the Board in fulfilling its oversight responsibilities with respect to the Company’s financial affairs, including the Company’s financial strategies, capital structure and financial policies, and to perform other duties as the Board may delegate from time to time.

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.

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

The following shall be the principal responsibilities of the Committee:

A. *Reviewing and Making Recommendations to the Board on Financial Matters.* The Committee will be responsible for reviewing and providing guidance to the Board and management about the following financial matters and other matters as may be referred to it by the Board:

1. **Capital Structure:** The long-term financing plans, including equity issuances and long term debt.

2. **Capital Allocation:** The allocation of capital to share buybacks, dividends, debt repayments, capital expenditures, acquisitions or other strategic business purposes.
3. **Financial Policies, Practices and Strategies:** Significant financial risks and contingent liabilities pertaining to financial markets and the Company's financial strategies.
4. **Annual Budget:** The annual budget of the Company, including budgets for acquisitions and capital expenditures.
5. **Delegation of Authority:** The delegations of authority by the Board to management regarding the above-mentioned matters.

B. *Reviewing and Approving Financial Matters.* The Committee will be responsible for reviewing and approving the following financial matters and other matters as may be referred to it by the Board, within the framework of the strategy approved by the Board and subject to any amendments the Board may decide:

1. **Acquisitions, Divestments and Joint Ventures:** Acquisitions in existing business sectors and joint ventures in existing or contiguous regions consistent with the Delegation of Authority Policy.
2. **Borrowings and Financial Risk Management:** Borrowings, loans, debt issuances, credit facilities, use of hedges, interest rate swaps, derivative instruments, tax planning activities and insurance coverage in the capital markets or from banks or from intragroup entities; as well as the Company's major commercial banking, investment banking, financial consulting, insurance and other third-party financial relationships. The Finance Committee may delegate to management the approval of above transactions up to specific amounts and terms..
3. **Capital Expenditure:** Capital projects in existing business sectors in existing/contiguous regions consistent with the Delegation of Authority Policy.

C. *Reporting the Board.* The Committee shall make report the Committee's decisions and recommendations to the Board.

D. *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.

E. *Access to Records, Input, Consultants and Others.* The Committee shall have the authority and responsibility to retain, oversee and terminate outside legal counsel and any search firm used to identify 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. 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.

F. *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.

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

H. *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 March 19, 2025