

**ETHICS COMMITTEE**  
**SUSTAINABILITY ETHICS ADVISORY PANEL**  
**TERMS OF REFERENCE**

Objective

Sustainability Ethics Advisory Panel (“Advisory Panel”) is set up under the auspices of the Ethics Committee (“EC”) to provide support in ethics and independence related matters on sustainability reporting and assurance (“sustainability-related provisions of the Code”).

Date of establishment

May 2023

Composition

The Advisory Panel reports to the EC. Members may include personnel nominated by the EC and representatives from the professional accountants in business (PAIBs) and subject experts. The Advisory Panel consists of six to twelve members who collectively possess the following skillsets:

- (a) a significant understanding of the Code of Ethics for Professional Accountants (the Code);
- (b) have practical experience and direct knowledge of sustainability reporting or environmental, social, and governance (ESG) reporting and related assurance services;
- (c) be knowledgeable on the latest development of relevant regulations.

Terms of Reference

1. As tasked by EC, to solicit, analyze and discuss issues specific to the proposed sustainability-related provisions of the Code.
2. To provide recommendations for the EC to consider, which may include the proposed sustainability-related provisions of the Code.
3. To provide support to the EC in developing and updating ethics and independence standards and guidance on ethics and independence related matters on sustainability reporting and assurance, including:
  - (a) reviewing and commenting on related exposure drafts issued by the Institute or other professional bodies (e.g. International Ethics Standards Board for Accountants (IESBA), etc.); and
  - (b) developing and updating guidance, where appropriate, based on the latest development of the standards and industry practice.
4. To attend meetings with the EC on matters specific to the sustainability reporting and assurance.

March 2024