

MARTIN MARIETTA MATERIALS, INC.

ETHICS, ENVIRONMENT, SAFETY AND HEALTH COMMITTEE CHARTER

The Ethics, Environment, Safety and Health Committee (the “Committee”) of the Board of Directors (the “Board”) of Martin Marietta Materials, Inc. (the “Corporation”) will, except when such powers are by statute or the Corporation’s Articles of Incorporation or the Bylaws reserved to the full Board or delegated to another committee of the Board, possess and may exercise the powers of the Board as follows:

Purpose of the Committee

The purpose of the Committee is to provide oversight of the Corporation’s ethics, environment, safety and health (“EESH”) strategy, policies, goals and performance, including oversight of: (i) programs to ensure the safety and health of employees and contractors; (ii) environmental performance, initiatives and results, including any annual and/or long-term EESH targets, climate- or carbon-related commitments and other sustainability matters; (iii) the systems and processes designed to manage EESH risks, opportunities, commitments and compliance, including with respect to climate change; (iv) programs and initiatives relating to community relationships and impacts with respect to EESH matters; (v) public policy and advocacy strategies with respect to EESH matters; (vi) strategies relating to the protection or enhancement of the Corporation’s reputation with respect to corporate social responsibility and EESH matters; and (vii) such other duties as assigned to it from time to time by the Board.

Authority and Responsibilities

In furtherance of the Committee’s purpose, the Committee will have the following authority and responsibilities:

1. Oversee the effectiveness of the Corporation’s environmental, health and safety management’s systems, policies and programs as well as its performance in meeting the Corporation’s EESH goals, commitments and targets and its environmental, health and safety compliance obligations.
2. Monitor the Corporation’s processes for managing EESH risks and opportunities throughout its value chain, including with respect to climate change.
3. Conduct a review at least annually of the Corporation’s strategy, programs, initiatives and performance with respect to climate change and other sustainability matters. This review will include a discussion of progress on any significant annual and long-term goals and commitments, including any significant trends in progress toward such goals and commitments; and new or emerging opportunities and risks for the Corporation or industry, including management’s responses to such risks and opportunities and any related and any related public policy or advocacy strategies.

4. Assist the Board with oversight of matters relating to protecting and enhancing the Corporation's global reputation of responsible corporate stewardship, conscientious corporate responsibility and product sustainability.
5. Review and discuss with management any material noncompliance with environmental, health and safety laws and pending or threatened environmental health and safety administrative, regulatory or judicial proceedings that are material to the Corporation.
6. Review of the Corporation's procedures for handling EESH-related complaints and EESH-related confidential, anonymous concerns as well as any significant EESH-related complaints and concerns and management's response to such matters.
7. Oversee product sustainability issues, including any product stewardship programs and practices to manage product risks to ensure the safe manufacture, distribution, use and/or disposal of the Corporation's products.
8. Review the Corporation's processes and practices with respect to interactions relating to EESH matters with communities, customers, suppliers, contractors and other key stakeholders.
9. Review the disclosures in the Corporation's annual reports on Form 10-Ks, proxy statements and sustainability reports relating to EESH matters, and periodically review other related public disclosures by the Corporation.

Additional Items

1. The Committee will consist of at least two directors, including a Chair, none of whom will be officers or employees of the Corporation. The members of the Committee and the Chair of the Committee will be elected by the Board to serve at the pleasure of the Board and until their successors are duly elected and qualified.
2. The Committee has authority to delegate any of its duties under this Charter, including to the Chair of the Committee, as it deems appropriate.
3. The Committee will have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to retain and terminate counsel and other experts or consultants.
4. The Committee will participate in an annual evaluation of the Board and the committees sponsored by the Nominating and Corporate Governance Committee.
5. The Committee will periodically review and reassess the adequacy of this charter and will recommend proposed changes, if any, to the Board for approval.
6. The Committee will report its actions and recommendations to the Board.