

## **ESG COMMITTEE CHARTER**

This charter (the “Charter”) sets forth the duties and responsibilities and governs the operations of the Environmental, Social and Governance (“ESG”) Committee (the “Committee”) of the Board of Directors (the “Board”) of Tenet Healthcare Corporation (the “Company”). The Committee shall be a special committee of the Board.

### **Purpose**

The purpose, duties and responsibilities of the Committee are to assist the Board in discharging its oversight responsibility related to ESG matters, which are defined to include topics such as climate change impacts, energy and natural resources conservation, environmental and supply chain sustainability, human rights, diversity and inclusion, and other ESG issues that are relevant and material to the Company, provide guidance to the Board on the aforementioned matters, and perform an oversight role in shaping the Company’s ESG strategy.

### **Duties and Responsibilities**

The Committee’s primary duties and responsibilities are to:

- review and discuss with management the Company’s ESG strategy, initiatives, and policies;
- review and monitor the operational, regulatory, and reputational risks and impacts of ESG on the Company and provide insight and guidance with respect to the Company’s management of such risks and impacts;
- review and discuss reports from management regarding the Company’s progress toward its key ESG objectives;
- provide input and guidance with respect to communications with employees, investors, and other stakeholders, as appropriate, regarding the Company’s position on or approach to ESG matters;
- review and assess the performance of the Committee and the adequacy of this Charter annually and recommend any proposed changes for approval by the Board; and
- perform any other activities consistent with this Charter, the Company’s Articles of Incorporation and the Company’s Bylaws as this Committee or the Board may deem necessary, advisable or appropriate for the Committee to perform.

### **Organization**

Members of the Committee shall be appointed by the Board based on nominations by the Nominating and Corporate Governance Committee, and shall serve at the pleasure of the Board and for such term or terms as the Board may determine or until earlier resignation. The Board may remove any member from the Committee at any time with or without cause. The Committee at all times shall consist of at least three directors, each of whom the Board has determined is “independent” under the rules of the New York Stock Exchange and the independence standards in the Company’s Corporate Governance Principles.

The Board shall elect one member of the Committee as its chairperson upon the nomination of the Nominating and Corporate Governance Committee. The Committee shall maintain minutes of its meetings, report regularly to the Board on its activities, and make recommendations to the Board as appropriate. The Committee shall meet as often as may be deemed necessary or appropriate, in its judgment, but no less than two times annually. The Committee may request any officer or employee of the Company, or the Company's outside counsel or consultants to meet with the Committee. However, the Committee shall meet regularly without such members present. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

### **Performance Evaluations**

The Committee shall prepare and review with the Board an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Committee with the requirements of this Charter. The performance evaluation shall also recommend to the Board any improvements to this Charter deemed necessary or desirable by the Committee. The performance evaluation shall be conducted in such manner as the Committee deems appropriate. The report to the Board may take the form of an oral report by the chairperson or any other member of the Committee designated by the Committee to make the report.

### **Outside Advisors, Resources and Authority of the Committee**

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate, and approve the fees and other retention terms of legal counsel, consultants or other experts (collectively, the "ESG Advisors"), as it deems appropriate, without seeking approval of the Board or management. All such ESG Advisor fees shall be paid by the Company.

The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion.

### **Amendment**

This Charter shall not be amended except upon approval of a majority of the Company's independent Board members or as otherwise required by law or regulation.

Adopted effective as of May 6, 2021