

ADVANCED DRAINAGE SYSTEMS, INC.

Sustainability Committee Charter

I. Purpose

The Sustainability Committee (the “Committee”) of Advanced Drainage Systems, Inc. (the “Company”) is appointed by the Board of Directors (the “Board”) to assist the Board in: (i) providing oversight for the Company’s sustainability and environmental strategies, programs, and policies; (ii) reviewing the Company’s sustainability and environmental performance; and (iii) reviewing the Company’s sustainability and environmental reporting and disclosure practices.

II. Membership and Qualification

Membership: The Committee shall consist of no fewer than three (3) members, the number of which shall be determined by a majority of the members of the Board then in office; provided, however, that the Committee may operate with fewer than three (3) members as long as such composition complies with applicable laws, rules, regulations and securities exchange listing standards. The Committee members shall be elected by the Board.

Qualification: A majority of the members of the Committee shall meet the independence and experience requirements of the New York Stock Exchange or any successor thereto (“NYSE”) and shall have no material relationship with the Company and shall otherwise satisfy the independence requirements of the Company and the Securities Exchange Act of 1934, as amended (the “Exchange Act”).

Chairperson: Unless the Chairperson of the Committee (the “Chair”) is elected by the full Board, the Committee members may designate a Chair.

Delegation: The Committee may form one or more subcommittees and may delegate to such subcommittees, to the Chair of the Committee, or to management of the Company, such power and authority as the Committee deems to be appropriate, except such powers and authorities required by law or regulation to be exercised by the whole Committee.

Resignation, Removal and Replacement: Any member of the Committee may resign from the Committee at any time by submitting an electronic transmission or by delivering written notice of such resignation to the Chair of the Board, the Chief Executive Officer or the Secretary of the Company. A member who ceases to be independent under the listing standards shall promptly resign from the Committee to the extent required for the Company to comply with applicable laws, rules and regulations.

The Board shall have the power pursuant to the Second Amended and Restated Bylaws of the Company (as may be amended, supplemented or otherwise modified from time to time, the “Bylaws”), at any time to remove a member of the Committee with or without cause, to fill all vacancies, to designate alternate members, and to replace any absent or disqualified members, so

long as the Committee shall at all times have at least three members (or such other number so as to be in compliance with applicable laws, rules, regulations and securities exchange listing standards) and be composed of a majority of independent directors.

III. Meetings and Other Actions

The Committee shall meet as often as it deems appropriate. The Committee meetings may be attended by any officer or employee of the Company, the Company's outside counsel, independent auditor or other advisors, as the Committee deems appropriate. The Committee may meet in executive session without members of management in attendance as often as deemed appropriate. The Chair shall have the sole authority to call the Committee into executive session; provided, that, any member of the Committee may request that the Chair call an executive session, subject to the Chair's discretion.

IV. Goals, Responsibilities and Authority

The following are the general goals, responsibilities and authority of the Committee and are set forth only for its guidance. The Committee, however, may diverge from these responsibilities and/or may assume such other responsibilities as the Board may delegate from time to time and/or as the Committee may deem necessary or appropriate from time to time in performing its functions in accordance with the Bylaws and other governance documents of the Company and in accordance with applicable law.

Nothing in this Sustainability Committee Charter (this "Charter") shall be interpreted as diminishing or derogating the duties, responsibilities or obligations of the Board. Subject to the requirements of the Bylaws, the Committee shall:

1. Review and oversee the Company's programs, policies, and practices pertaining to sustainability and environmental issues, as well as the sustainable growth of the Company, and make recommendations to the Board on developing, maintaining and improving such programs, policies and practices;
2. Maintain oversight with all applicable laws and regulations as well as voluntary reporting of the Company's sustainability and environmental policies, practices and programs;
3. Assist the Board in fulfilling its oversight responsibility by identifying, evaluating and monitoring sustainability and environmental trends, issues, risks and concerns, including, but not limited to, significant emerging science and technology, disruptive innovations, sustainability, materials vulnerability, and geopolitical issues, which affect or could affect the Company's business activities, performance or financial results, and make recommendations to the Board regarding Company policies, programs and strategies concerning such trends, issues, risks and concerns;
4. Monitor the Company's overall approach to corporate sustainability, ensure it is in line with the Company's overall business strategy, to create value consistent with the long-term

enhancement of stockholder value, and that appropriate policies are in place and working effectively to build and protect the Company's reputation;

5. Monitor and review the Company's performance against relevant external sustainability indices, including review of the Company's annual Corporate Sustainability Report, and sustainability and environmental policy positions;
6. Annually review stockholder proposals and feedback regarding matters involving or related to sustainability, environmental impacts and Company policies or programs overseen by the Committee and make recommendations to the Board regarding the Company's response to such proposals or feedback;
7. Address other matters that may be referred to the Committee by the Board from time to time.

The Committee shall have the authority, to the extent it deems necessary or appropriate, to retain any legal, accounting or other advisors and shall have the sole authority to approve the fees and other retention terms, including the authority to limit the amount of fees the outside advisor may earn from other services provided to the Company. The Company shall provide appropriate funding, as determined by the Committee, to allow the Committee to perform its functions, including for the fees and expenses of any outside advisors to the Committee.

The Chair shall report periodically to the Board on the Committee's activities. The Committee shall maintain minutes of its meetings.

The Committee shall annually review and assess the adequacy of its Charter and recommend to the Board any changes to this Charter. The Committee shall annually review its own performance, assessing the skills and resources required to meet its obligations under this Charter, and shall recommend to the Board such enhancements as the Committee deems prudent.

The Committee shall carry out such other duties as may be delegated to it by the Board from time to time.

V. Amendments

Any amendments to this Charter must be approved or ratified by a majority vote of the Board, including a majority of independent directors.

VI. Disclosure of Charter

This Charter will be made available on the Company's website.

Effective Date: This Charter was adopted by the Board of Directors on February 2, 2022.