# **Furthering Accountability and Oversight Through ESG Governance**

We made significant progress in 2023 in integrating ESG into the business strategy and daily activities of more groups and functions within our organization. We are further integrating ESG and climate into our risk management framework, and we are providing more tools and training for our customer- and partner-facing coworkers to have meaningful conversations across our value chain. To drive collaboration and accountability, we have refined our ESG governance structure to drive more awareness, collaboration and accountability across CDW.

Accountability starts at the top, with our Board of Directors, with whom we have increased the cadence of ESG-related updates on progress and initiatives.

- The Board receives quarterly updates regarding timely news about the US Securities and Exchange Commission (SEC) and key trends relevant to CDW.
- Board members also receive a quarterly ESG snapshot, featuring CDW's impact and/or progress in a particular area of ESG.
- CDW's Vice President & Deputy General Counsel and the Director, Head of Global ESG conduct an annual ESG program/strategy review with the Nominating and Corporate Governance Committee.



### **ESG GOVERNANCE STRUCTURE OVERVIEW**

**Board of Directors** Oversight of ESG activities

**Executive Leadership** Leadership and direction for the ESG strategy

**Global ESG Team** Enabler for ESG integration into our business

**Business Leaders and Enterprise Risk Management** Cross-functional leadership of major initiatives

**ESG Working Groups** Subject matter expertise and implementation









## **ESG GOVERNANCE STRUCTURE**

#### **BOARD OF DIRECTORS**

## **Nominating and Corporate Governance Committee**

The Nominating and Corporate **Governance Committee of our Board of Directors provides** oversight of CDW's ESG programs and policies. The Committee reviews the Company's environmental, social and governance programs and policies with management annually and receives quarterly ESG program updates or as important matters arise.

#### **EXECUTIVE LEADERSHIP**

#### CEO

The CEO provides executive leadership and direction on priority ESG topics and provides the North Star to CDW and its key stakeholders. The CEO drives accountability to help ensure that our ESG programs deliver value for the company and our key stakeholders.

## **ESG Steering Committee**

The ESG Steering Committee draws from CDW's Executive Leadership, covering the breadth of the business globally. The Committee provides leadership oversight of the ESG strategy, giving direction on ESG goals, risks and opportunities, programs, policies and disclosures on priority ESG topics, including climate.

#### **GLOBAL ESG TEAM**

The Senior Vice President, General Counsel and Corporate Secretary serves as the Executive Sponsor for the Global ESG Team. Members of the Global ESG Team serve as connectors throughout the business to continue to grow the ESG culture at CDW and implement a strategy that:

- Focuses the company's efforts on its priority ESG topics
- Manages ESG risk
- Keeps the company aligned with ESG regulatory and disclosure requirements
- Implements ESG programs that deliver value to our key internal and external stakeholders

## **BUSINESS LEADERS** AND ENTERPRISE RISK **MANAGEMENT**

Business leaders are responsible for being engaged in the ESG process and providing strategic direction for integrating ESG activities that will benefit their business units and their stakeholders. Through the Integrated Risk and Resilience Committee, our Enterprise Risk Management (ERM) team stays informed of ESG risks and risk management processes, including those related to climate.

## **ESG WORKING GROUPS**

**ESG Working Groups consist of** cross-functional subject matter experts who are responsible for driving ongoing implementation of key ESG initiatives.

#### **ESG Solutions Group**

consists of leaders on our **Product and Partner** Management (PPM) team who work to integrate ESG into our PPM relationships and practices.

Climate Action Committee is a cross-functional, global group of CDW leaders who will oversee identification, development and implementation of decarbonization activities that contribute to CDW's climate goal and report progress against key performance indicators.