

Marriott International, Inc.

**AMENDED AND RESTATED
INCLUSION AND SOCIAL IMPACT COMMITTEE CHARTER**

I. Composition and Term of Office

- A. The Inclusion and Social Impact Committee (the “Committee”) shall consist of a minimum of two members of the Board of Directors (the “Board”) of Marriott International, Inc. (the “Company”). At least one member of the Committee shall satisfy The Nasdaq Stock Market LLC standards of independence for directors, as determined by the Board.
- B. The members of the Committee and its Chair shall be appointed by the Board and may be removed at any time by the Board in its discretion.
- C. The Secretary or an Assistant Secretary of the Company shall serve as Committee Secretary, unless otherwise determined by the Committee.

II. Meetings

The Committee shall hold at least two regular meetings each year and such additional meetings as may be deemed necessary or appropriate by the Committee Chair. The Committee shall keep regular minutes of its meetings, and the Committee Chair (or the Chair’s designee) will report on the Committee’s activities and actions at the first regularly scheduled meeting of the Board following each Committee meeting. Meetings may take place in person, telephonically, or by means of other communications equipment through which all persons participating in the meeting can hear each other, at such times and places as the Committee Chair may determine. One-half of the members of the Committee, but no less than two members, will constitute a quorum.

III. Purpose

The purpose of the Committee will be to assist the Board in providing oversight of the Company’s strategy, efforts, and commitments related to its people-first culture, associate wellbeing and inclusion, and other environmental, social and governance (“ESG”) matters.

IV. Duties and Responsibilities

- A. The Committee’s duties and responsibilities shall include overseeing, reviewing, and providing guidance to the Board and management regarding the Company’s strategies, policies, and risks related to:
 - 1. Associate wellbeing, inclusion, and access to opportunity;

2. Diversity, inclusion and opportunity as relates to the Company’s owners and franchisees, customers, and suppliers;
 3. Corporate social responsibility, including human rights, community support and engagement, and responsible sourcing; and
 4. Environmental matters, including sustainability and climate-related issues, impacts, and risks.
- B. The Committee will annually review the Committee’s own performance and report the results of such review to the Board.
- C. The Committee will at least annually review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- D. The Committee will perform other responsibilities delegated to the Committee by the Board from time to time.

V. **Retention of Outside Advisors**

The Committee may retain such consultants, outside counsel, and other advisors (collectively, “Advisors”) as it deems necessary to assist it in carrying out the Committee’s purposes, and will receive appropriate funding, as determined by the Committee, from the Company for payment of compensation to any such Advisors.