

**CHARTER OF THE
ENVIRONMENTAL, SOCIAL AND GOVERNANCE STEERING COMMITTEE
OF RYMAN HOSPITALITY PROPERTIES, INC.
ADOPTED AUGUST 20, 2019**

1.0 Purpose

- 1.1 The purpose of the Environmental, Social and Governance Steering Committee (the “**ESG Committee**”) of Ryman Hospitality Properties, Inc. (the “**Company**”) is to support the Company’s ongoing commitment to environmental and sustainability, employee safety, engagement and diversity, corporate social responsibility and other public policy matters relevant to the Company (the “**ESG Program Components**”).
- 1.2 The ESG Committee is a cross-functional senior management committee of the company. It is subject to the oversight of the Nominating and Corporate Governance Committee of the Board of Directors and will assist such committee in setting the Company’s general strategy relating to the ESG Program Components. The ESG Committee will also assist the CEO and executive management of the Company in (a) developing, implementing and monitoring initiatives and policies based on that strategy, (b) overseeing communications with employees, investors and other stakeholders with respect to the ESG Program Components, and (c) monitoring developments relating to, and improving upon, the Company’s understanding of the ESG Program Components.

2.0 Membership

- 2.1 The Company’s Chief Executive Officer (the “**CEO**”) will appoint the members of the ESG Committee from time to time. The ESG Committee will include officers and employees of the Company that the CEO deems appropriate, taking into account the expertise of such officers and employees in the areas of environmental, health and safety, operations, design and construction, legal, investor relations, government affairs, corporate governance, finance, human resources and communications.
- 2.2 The initial members of the ESG Committee will be the following officers of the Company:

Executive Vice President & General Counsel
Executive Vice President & Chief Operating Officer
Senior Vice President & Chief Operating Officer, Opry Entertainment Group
Senior Vice President of Design & Construction
Senior Vice President of Human Resources
Vice President & Treasurer
Vice President of Corporate & Brand Communications
Director of Internal Audit

3.0 Meetings

- 3.1 The ESG Committee will meet as often as it determines necessary or appropriate, but no less frequently than bi-annually.
- 3.2 The Chair of the ESG Committee, in consultation with the other Committee members, will determine the length and frequency of the ESG Committee meetings.
- 3.3 The ESG Committee may ask other officers and employees of the Company to attend meetings to provide pertinent information as requested.
- 3.4 ESG Committee Members may participate in meetings through telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other.
- 3.5 The Chairperson of the ESG Committee, or his or her designee, is responsible for scheduling and setting the meeting agendas.
- 3.6 The Company's Executive Vice President & General Counsel will serve as the initial Chairperson of the ESG Committee.

4.0 Responsibilities

- 4.1 The responsibilities of the ESG Committee shall be as follows:
 - a. Assist the Nominating and Corporate Governance Committee in setting the Company's general strategy with respect to the ESG Program Components and to consider and recommend to the CEO and executive management policies, practices and disclosures that conform with the strategy;
 - b. Assist the Nominating and Corporate Governance Committee in setting the Company's general strategy with respect to the ESG Program Components and to consider and recommend to the CEO and executive management policies, practices and disclosures that conform with the strategy;
 - c. Assist the CEO and executive management in overseeing internal and external communications regarding the Company's position or approach to the ESG Program Components;
 - d. Consider and bring to the attention of the Nominating and Corporate Governance Committee current and emerging issues that may affect the business, operations, performance or public profile of the Company, and

to make recommendations on adjustments to the ESG Program Components;

- e. Become familiar with the Company's business locations and review relevant objectives, procedures and performance with respect to the ESG Program Components;
- f. Implement systems to monitor the ESG Program Components;
- g. Advise the Nominating and Corporate Governance Committee on stockholder proposals and other stakeholder concerns relating to the ESG Program Components;
- h. Review this Charter annually and recommend any proposed changes for approval; and
- i. Perform such other duties, tasks and responsibilities relevant to this Committee as may be requested from time to time by the Nominating & Corporate Governance Committee of the Board.

5.0 Reporting; Delegation; Advisors

- 5.1 The ESG Committee will report on an annual basis to the Nominating & Corporate Governance Committee of the Board and will provide such other reports as the CEO may from time to time prescribe.
- 5.2 The ESG Committee may delegate all or a portion of its duties and responsibilities to one or more subcommittees.
- 5.3 The ESG Committee is authorized to engage outside advisors as it deems necessary to carry out its responsibilities.