

**Skellerup Holdings Limited**  
**(“Skellerup” or “the Company”)**  
**Health & Safety Committee Charter**

**1. Constitution**

1.1 The Health and Safety Committee (*the Committee*) shall be a Committee established by the Board.

**2. Objectives**

The Committee’s objectives are:

- Promotion of leadership and effective health and safety governance.
- Assist the Board to provide policy, planning, monitoring and reporting for health and safety management.
- Assist the Board in meeting its responsibilities with legislative and regulatory requirements.

**3. Membership**

- 3.1. The Committee shall be appointed by the Board from the directors of the Company and shall consist of not less than three members.
- 3.2. The Chair shall be appointed by the Board.
- 3.3. The Committee will co-opt health and safety leaders at specific facilities operated by the group, from time to time and as needs require.
- 3.4. The Chief Executive Officer (CEO) shall nominate an employee to act as the secretary of the Committee.

**4. Quorum**

4.1 A quorum for the Committee shall be three members of the Committee.

**5. Procedure**

- 5.1. The Committee shall meet formally at least three times in each year. Other meetings are arranged on an as-required basis.
- 5.2. All Directors may attend each meeting by standing invitation.
- 5.3. The Chair of the Committee shall report back to the Board at the next Board Meeting on any matter raised and addressed by the Committee.
- 5.4. The Committee may have in attendance such members of management and such other persons as it may deem necessary to provide appropriate information, explanations or advice.

**6. Responsibilities and Duties**

The following are the duties and responsibilities of the Committee:

- 6.1. Policy and planning
  - (a) Make recommendations to the Board from time to time on health and safety strategy and policy.
  - (b) Specify targets, in consultation with management, which will enable the Board to track the organisation’s performance in implementing health and safety strategy and policy.
  - (c) Manage the health and safety performance of the Group CEO, including specifying expectations and providing feedback.

## 6.2. Management systems

- (a) Be sufficiently informed about the businesses within the Skellerup Group and their hazards and risks to exercise effective health and safety governance.
- (b) Exercise due diligence to ensure that the systems used to manage the hazards and risks referred to in clause 3.2(a) are fit for purpose, being effectively implemented, regularly reviewed and continuously improved.
- (c) Make recommendations to the Board regarding the sufficiency of resources available for operating the health and safety management systems and programmes.

## 6.3. Monitor

- (a) Receive timely reports (which may be outside of meeting schedules) on incidents and monitor investigations, reports and actions to be taken as a result.
- (b) Specify the reports required to be provided by management in order to monitor the health and safety performance of the organisation. It is expected that these reports will be received on a monthly basis

## 6.4. Review

- (a) Formally review the health and safety performance of the organisation, including review of audits (internal or external), system reviews, performance results, significant incidents and investigations, the impact of organisational changes and benchmark data. The CEO will be responsible for producing sufficient information for this review to occur, with input from key managers at each operating facility.
- (b) Receive and consider independent reviews and/or audits of health and safety within the business.

## 6.5. Report to the Board

- (a) Report to the Board on matters relating to health and safety.
- (b) Any other duties or responsibilities expressly delegated to the Committee by the Board from time to time relating to health and safety.

## **7. Members' Powers and Authority**

- 7.1. The Committee has the authority of the Board to obtain any information and to investigate any matter within its terms of reference.
- 7.2. The Chair of the Committee has the authority of the Board to obtain independent professional advice and research and generally to engage such advisors and involve such consultants as the Committee considers necessary for its function subject to prior discussion with the Chair of the Board.

## **8. Accountability to the Board**

- 8.1. The Board reviews annually the Committee's performance against this Charter.
- 8.2. The Board reviews annually this Committee Charter

**Reviewed by the Board on 21 September 2022**