



ADELAIDE BRIGHTON LIMITED
ACN 007 596 018

**SAFETY, HEALTH & ENVIRONMENT COMMITTEE
COMMITTEE CHARTER**

1. Membership of the committee

The committee shall:

- consist of a minimum of 3 members, the majority being independent directors;
- be chaired by an independent director.

The Board of directors may appoint additional directors to the committee or remove and replace members of the committee by resolution. Members may withdraw from membership by written notification to the Board.

Other non-executive directors who are not committee members may attend meetings of the committee should they wish. Selected members of management may attend meetings of the committee by invitation.

2. Administrative matters

Any member may, and the Company Secretary must on request from a member, convene a meeting of the committee. Notice must be given to every member of every committee meeting but there is no minimum notice period and acknowledgment of receipt by all members is not required before the meeting may be validly held.

The committee will meet as often as the committee members deem necessary in order to fulfil their role. However it is intended that the committee will meet at least 2 times each year. The quorum is at least 2 members.

The committee may obtain information from and consult with the Managing Director, or the Managing Director's nominee, as it considers appropriate.

The committee may, upon notifying the Board or the Chairman of the Board, seek the advice of the Company's solicitors as to any matter pertaining to the powers, duties or responsibilities of the committee, as the committee may require.

The committee may, with the prior approval of the Board or the Chairman of the Board engage or, instruct the Managing Director to engage, such other independent advisers in relation to any matter pertaining to the responsibilities of the committee, as the committee may require.

The Company Secretary will attend all committee meetings as minute secretary. All minutes of the committee will be entered into a minute book maintained for that purpose and will be open at all times for inspection by any director.

3. Reporting

The committee chairman will provide a brief oral report to the Board as to any material matters arising out of the immediately preceding committee meeting. All directors will be permitted, within a Board meeting, to request information of the committee chairman or members of the committee.

The Board recognises that the Board's Audit, Risk and Compliance Committee has a broad mandate to oversee risk management and compliance, and considering the role and responsibilities of the Board's Safety, Health and Environment Committee as set out in this charter, the responsibilities of the two committees overlap to some extent. Accordingly, if the chairman of the Board's Safety, Health and Environment Committee considers that any of the information received by this committee is, or the activities of this committee are, relevant to the responsibilities of the Board's Audit, Risk and Compliance Committee, the chairman of the Board's Safety, Health and Environment Committee will report to or discuss with the chairman of the Board's Audit, Risk and Compliance Committee.

4. Role and responsibilities

The role of the committee is to:

- monitor and oversee, on behalf of the Board, the effectiveness of the practices of the Adelaide Brighton Limited Group (**the Group**) concerning work health and safety and the Group's impact on the environment; and
- to assist and advise the Board on matters relating to corporate social responsibility and sustainability¹ as applicable to the circumstances of the Group.

The overriding objectives of the committee are:

- to provide an independent and objective review of the work health and safety information prepared by management and to make recommendations to the Board based on this review; and
- to assist the Board in enabling the Group to operate its business safely, ethically, responsibly and sustainably.

Work health and safety

The committee is responsible for:

- understanding the health and safety hazards and risks associated with the Group's operations;
- reviewing information that reports on the Group's performance in relation to health and safety;
- ensuring that the Group has in place a health and safety framework and that appropriate resources are in place to support this framework;

¹ In this charter, "sustainable" and "sustainability" and similar terms refer to reconciling social, environmental and economic demands to foster long term outcomes.

- ensuring appropriate measures and targets are in place to monitor compliance with the Group's health and safety framework, and monitoring these measures and targets;
- monitoring the effectiveness of the Group's health and safety framework for identifying, reporting and addressing health and safety incidents, hazards and risks associated with the Group's operations; and
- reviewing significant changes to health and safety policies which form part of the Group's health and safety framework.

Corporate responsibility and sustainability

The Committee is responsible for:

- overseeing and reviewing the Group's policies, practices, procedures and systems to ensure that, to the extent appropriate, they promote ethical behavior, consider the impact of Group operations on the environment, and promote sustainability in the Company's business;
- overseeing compliance with relevant legislation/regulations as to sustainability and related topics;
- reviewing the effectiveness of Group policies and initiatives designed to deliver sustainable solutions including the education of employees and contractors regarding, and adopting practices which consider (to the extent economic and in the interests of our stakeholders), materials recycling, responsible use of finite resources (including water and energy), emissions to the environment and promoting community relations;
- reviewing the Group's reports which are prepared and lodged in compliance with its statutory obligations concerning the environment; and
- having input into the Group's Sustainability Report.

5. Review

The Board will, at least once in each year, review the membership and charter of the committee to determine its adequacy for current circumstances and the committee may make recommendations to the Board in relation to the committee's membership, responsibilities, functions or otherwise.