

## **St Barbara Limited**

### **Health, Safety, Environment & Community Committee Charter**

The Board of St Barbara Limited has established a Health, Safety, Environment and Community (HSEC) Committee (the **Committee**). Its purpose, responsibilities and powers are set out in this Charter.

#### **1 Function**

The Committee will monitor and report to the Board on the effective discharge of the Company's responsibilities in relation to health, safety, environment and community across the full scope of its activities.

The overriding functions are:

- to monitor and assess whether Management promotes a safety conscious culture throughout the Company; and
- report to the Board directly on HSEC policy, plans, compliance and issues (whether current or reasonably foreseeable).

The Committee has unrestricted access to operations, employees and records and is authorised to take advice from external parties as appropriate at St Barbara Limited's expense. As an agreed protocol, the Managing Director shall be informed in advance of planned Committee visits to site and/or planned discussions with employees.

#### **2 Membership of the Committee**

The Board appoints the Committee members and its Chairman.

The Committee will consist of at least three non-executive Directors.

The Chair will be an independent non-executive Director.

Other non-executive Directors who are not Committee members may attend meetings of the Committee should they wish. The CEO will have a standing invitation to attend Committee meetings. Selected other members of management may attend meetings of the Committee by invitation.

The Secretary of the Committee is the Company Secretary.

The Board shall review the membership and performance of the Committee annually, in accordance with paragraph 6.

#### **3 Administration**

The Committee will meet at least four times each year, or as often as the Committee members deem necessary in order to fulfil their individual or collective responsibilities. To the extent practicable Committee Members will endeavour to visit each operating site at least once per year.

A quorum will comprise two members of the Committee. In the absence of the Committee Chairman, Committee members will elect a Committee member to act as Chairman for that meeting.

The CEO will, in conjunction with the Chairman of the Committee, settle agendas for and arrange meetings of the Committee. The preparation of papers to be presented to the Committee is the responsibility of Management in consultation with the members of the Committee. The agenda and discussion papers should be distributed to the members of the Committee at least one week prior to each meeting.

The Company Secretary will be responsible for the minutes of all Committee meetings with draft minutes to be forwarded to the Chairman of the Committee for review as soon as practicable following the completion of the meeting. 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.

The Committee may have access to professional advice from external advisers as it reasonably determines.

## **4 Reporting**

A report of the deliberations of the Committee and/or a copy of the minutes of the Committee meeting will be included in the Board papers for the Board meeting next following a meeting of the Committee. The Committee Chairman will be responsible for the preparation of this report.

The Committee Chairman will, if requested, provide a brief oral report as to any material matters arising out of the Committee meeting. All Directors may, within the Board meeting, request information of members of the Committee in relation to its activities or responsibilities.

The Committee Chairman will attend the Annual General Meeting and be available to respond to any shareholder questions on the Committee's activities and responsibilities.

## **5 Responsibilities**

The Committee has the following responsibilities:

### **Culture**

Assess whether Management promotes throughout St Barbara a strong culture that values health, safety, environment and community.

### **Strategy**

Consider reports from Management on proposed strategies and the effectiveness of existing strategies for promoting a strong health, safety, environment and community culture and report to the Board on the measures and responses proposed by management.

Review with the Board the Corporate HSEC Strategic Plan recommended by Management.

### **Reputation**

Consider HSEC issues that may have strategic business or reputational implications for St Barbara and report to the Board on any measures and responses proposed by Management.

### **Policies**

Review the HSEC policies of St Barbara and any proposed change, and report to the Board on any changes proposed by Management.

### **Systems**

Review audits and reports in relation to HSEC systems, processes and resourcing throughout St Barbara and report to the Board on the measures and responses proposed by Management.

### **Risks**

Review recommendations from Management in relation to HSEC risk management and review with the Board measures and responses proposed by Management.

### **Compliance**

Review and report to the Board on HSEC compliance, including compliance standards,

### **Performance**

Review HSEC performance and monitoring standards for St Barbara, consider reports in relation to ongoing monitoring and performance in the HSEC area, and review with the Board any recommendations for change.

### **Reporting**

Review:

- Reports from Management on HSEC matters;
- Investigations of major HSEC incidents within St Barbara's operations;
- Reports on all major changes to St Barbara's HSEC responsibilities.

Review with the Board any responses or measures proposed by Management.

### **Legislation**

Consider developments in relevant HSEC legislation and regulations in light of HSEC performance, issues or management at St Barbara.

### **Board**

Inform the Board of any HSEC matters, whether current or proposed which the Committee considers may be relevant.

Investigate and report on matters requested by the Board.

### **Consultation**

Communicate, where practical and desirable, with employees and independent contractors in relation to safety, health, environment and community matters.

## **6 Review**

The Board will review the performance and membership of the Committee annually.

The Committee shall review this Charter as and when required and recommend changes to the Board for approval.

## **7 Decision Making Authority**

The Committee is a review and advisory Committee and has no decision making authority and holds no delegated authorities from the Board

Date of formal adoption	11 October 2013
Date of previous formal review	28 June 2017
Date of this review	20 February 2018