

Health, Safety and Environment Committee Charter

Last approved by the Board of Directors: 24 July 2020

1 Purpose

The function of the Health Safety and Environment (**HSE**) Committee (the **Committee**) is to oversee the implementation and operation of a robust HSE Management System that reflects the needs of an energy infrastructure business. The Committee will do this by:

- Monitoring and reviewing commitment and leadership to the health and safety of its people, contractors and the general public;
- Reviewing APA Group's environmental and cultural heritage priorities and commitments, including management systems and strategy plans; and
- Integration of these priorities within APA Group's framework of operating effectively and long term values.

2 Membership

- The Committee is comprised of non-executive directors, with at least three members, and a majority of whom are independent directors. Independence is determined according to the Independence of Directors Policy.
- The Committee Chairman is nominated by the Board and is an independent director. Should the Committee Chairman be absent from any meeting, the members of the Committee present will appoint one of those independent directors to be Chair of that meeting.

3 Authority

- The Committee is a committee of the Board and will have no authority independent of the functions delegated to it by the Board.
- The Committee is authorised by the Board to investigate any activity it deems appropriate consistent with its responsibilities and duties.
- To the extent the Committee deems necessary, it may, at APA Group's expense, retain legal, accounting or other advisors.
- The Committee is authorised to seek any relevant information it requires from employees of APA Group in order to perform its duties.

4 Responsibilities

The Committee is responsible for:

- Reviewing and monitoring the effectiveness of APA Group's HSE Management System, including reporting to the Audit and Risk Management Committee in relation to the adequacy of the processes for managing material Health, Safety Environment and Heritage (**HSEH**) risks;
- Monitoring APA Group's HSEH performance, including lead and lag indicators with a view to providing a desirable outcome for investors, customers, employees and the community;
- Ensuring compliance with relevant HSEH legislation and APA Group's HSEH policy and reporting to the Audit and Risk Management Committee in relation to material HSEH compliance matters;
- Ensuring that effective compliance and control systems and procedures are in place to protect the health and safety of APA Group employees and others to whom APA Group owes a duty of care on such matters and making recommendations to the Audit and Risk Management Committee where appropriate;
- Reviewing material HSEH risks and issues and overseeing the implementation of action plans to mitigate those risks and prevent incidents;
- Reviewing APA Group's HSEH initiatives and programs and their effectiveness;
- Considering reports submitted by management on HSEH performance and issues;
- Reviewing APA Group's environmental and greenhouse gas footprint and tracking performance indicator trends;
- Reviewing and approving HSEH performance metrics and targets including APA Group's internal HSE audit program; and
- Providing assistance to the Board as requested in relation to the identification, of risks related to climate change and the potential impact of those risks on APA Group's strategy and business.

5 Meetings

- The Committee meets as least twice per year, with additional meetings scheduled if required.
- The Secretary of the Committee will be the Company Secretary or his or her designated representative.
- The Secretary of the Committee will be responsible for scheduling meetings, coordinating the preparation of the agenda, minutes and other supporting documents for the meeting.
- The agenda and supporting documentation will be circulated to the Committee members within a reasonable period in advance of each meeting. The Secretary of the Committee will circulate minutes of meetings to Members of the Committee.
- A quorum will consist of not less than two members.

- A duly convened meeting of the Committee at which a quorum is present shall exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

6 Reporting and referrals

- The Committee will regularly update the Board about Committee activities and make appropriate recommendations.
- The Committee will prepare any reports required by law or listing rules or requested by the Board.
- At the Board's request, any or all of the papers presented to the Committee will be made available to the Board and/or included in the Board papers.
- The minutes of each Committee meeting will be distributed to directors with the papers for the next Board meeting following the date of the Committee meeting.
- The Committee Chairman will report to the next Board meeting on any matters under consideration. At the discretion of the Committee, the Chairman will refer matters considered to be of major importance (with the referral noted for the Board's information), to the Board or to other standing committees of the Board if they are within that committee's responsibilities.
- The Committee will also receive reports and referrals from the other standing committees of the Board on matters that are within its own responsibilities.

7 Review

- This charter should be reviewed and updated annually and changes required should be recommended to the Board for approval.
- The Committee should annually review its own performance as part of the overall Board assessment process.