

Safety and Sustainability Committee Charter

Effective: July 2023

1 Purpose

The function of the Safety and Sustainability Committee (the **Committee**) is to assist the Board of Directors of APA Group Limited to carry out its role in overseeing APA Group's safety and sustainability matters, including as they relate to APA Group's internal and external stakeholders. In this Charter, the term 'sustainability' is intended to have a broad scope which covers the ongoing sustainability of the APA Group business including all environmental (including climate), social and governance (**ESG**) related matters. 'Safety' is intended to be similarly broad, including aspects of psychosocial risks.

APA Group's safety and sustainability strategies will take account of both opportunities and risks, with a view to building long-term competitive advantage and resilience for APA Group.

The Committee will assist the Board to monitor, oversee and assess APA Group's:

- identification of safety and sustainability opportunities and strategies for the business;
- identification, management and mitigation of safety and sustainability risks;
- leadership on, sustainability matters, including with respect to the health and safety of its people, contractors and the general public, and environment and cultural heritage priorities; and
- management systems and frameworks for health, safety, environment and heritage (**HSEH**).

2 Membership

The membership of the Committee is determined by the Board as set out below.

- 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 APA Group's Independence of Directors Policy.
- The Chair of the Committee will be an independent director appointed by the Board. If the Chair of the Committee is not present, the members present must elect one of themselves who is also an independent director to chair the meeting.

3 Duties and responsibilities of the Committee

The Committee is responsible for:

- Overseeing and reporting to the Board on APA Group's sustainability opportunities and

strategies for the business.

- Overseeing APA Group's positions and commitments on key safety and sustainability matters (including climate and greenhouse gas emissions reduction), including:
 - recommending to the Board for approval positions and commitments on climate and greenhouse gas emissions reduction matters, and reviewing performance against them; and
 - approving HSEH performance metrics and targets, including approving APA Group's internal HSEH audit program, and reviewing performance against them.
- Supporting the Board in engaging with internal and external stakeholders in respect of APA Group's strategies, positions and commitments on key sustainability matters.
- Reviewing sustainability risks, including emerging sustainability risks, and referring or reporting them to the Risk Management Committee as part of their overarching oversight of APA Group's risk management.
- Overseeing the adoption of strategies and controls for managing and mitigating sustainability risks.
- Overseeing the implementation and operation of a robust HSEH Management System that reflects the needs of an energy infrastructure business.
- Overseeing the implementation and operation of other sustainability management systems that reflect the needs of an energy infrastructure business.
- Reviewing and monitoring the effectiveness of APA Group's HSEH Management System, including monitoring HSEH performance, receiving HSEH reports from management, and reporting to the Risk Management Committee in relation to material HSEH risks and the adequacy of APA Group's processes for managing material HSEH risks.
- Overseeing APA Group's compliance with relevant HSEH legislation and policies, and reporting to the Risk Management Committee in relation to material HSEH compliance matters.
- Overseeing the implementation of effective compliance and control systems and procedures to protect the health and safety of APA Group employees and other relevant stakeholders and making recommendations to the Risk Management Committee where appropriate.
- Overseeing the implementation of APA Group's goal to strengthen engagement with Indigenous stakeholders and the implementation of priorities and plans in respect of APA Group's relationship with Indigenous communities.
- Overseeing the preparation of APA Group's sustainability and climate reporting (including assurance activities and the process for verification of the integrity of that reporting), as well as:
 - reporting to the Audit and Finance Committee in relation to sustainability matters impacting on financial disclosures; and
 - recommending such sustainability and climate reporting to the Board for approval (aside from APA Group's Modern Slavery Statement, which is recommended to the Board for approval by the Risk Management Committee).

- Reviewing APA Group's environmental performance and greenhouse gas emissions inventory and tracking performance indicator trends.
- Reviewing risks related to climate change and the potential impact of those risks on APA Group's strategy and business and referring or reporting them to the Risk Management Committee as part of their overarching oversight of APA Group's risk management.
- Consulting with the People and Remuneration Committee in relation to whether proposed remuneration outcomes for the CEO and Executive Leadership Team are appropriate in light of relevant risks, sustainability outcomes and corporate culture.

4 Rights of access and authority

The Committee is authorised to seek any relevant information it requires from employees, management, and professional advisers in order to perform its duties.

5 Reporting and referrals

- The Committee will regularly update the Board about Committee activities and make appropriate recommendations.
- 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 Chair will report to the next Board meeting on any matters under consideration. At the discretion of the Committee, the Chair 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 and provide reports and referrals from and to any other standing committee of the Board on matters that the respective Chairs of those committees consider to be appropriate. Any committee of the Board may hold a joint session with another committee at the discretion of their respective Chairs.
- At the discretion of the Committee, the Chair will refer reporting on safety and sustainability performance and considerations relevant to the People and Remuneration Committee's recommendations in relation to remuneration outcomes for management.

6 Administrative matters and procedures

The proceedings of the Committee will be conducted in accordance with provisions set out in Attachment 1.

Attachment 1 – Administrative matters and procedures

A1. Meeting frequency

The Committee will meet at least four times annually and additionally as required.

A2. Committee papers

The Secretary of the Committee will compile any relevant documents to be considered at Committee meetings and distribute them to all members of the Committee, as well as to any invitees of the Committee.

A3. Attendance at Committee meetings

The Committee may invite any person to attend all or part of a scheduled Committee meeting. Only Committee members shall be eligible to vote.

A4. Quorum

A quorum for a meeting of the Committee is two members.

A5. Minutes

Minutes of proceedings and resolutions of meetings of the Committee and resolutions passed by members of the Committee without a meeting are to be approved by the Committee (or in the case of written resolutions, tabled) at its next meeting.

Minutes of a meeting must be signed by the Chair of the meeting or the Chair of the next meeting within a reasonable time after the meeting at which the minutes are approved.

A resolution may be made if a document containing the relevant resolution is assented to by a majority of directors eligible to participate in the making of the resolution.

A6. Secretary

The Secretary of the Committee is the Company Secretary, or his or her designated representative.

A7. Engage with External Consultants and other stakeholders

The Committee is authorised by the Board to:

- Communicate and consult with external and internal stakeholders concerning APA Group's safety and sustainability practices.
- Appoint independent advisers and experts to provide advice on APA Group's safety and sustainability practices.

A8. Review

The Board will, at least once in each year, review the performance, 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. Any proposed changes must be referred to the Board for approval.