

Health, Safety and Environment Committee Charter

Last approved by the Board of Directors: 17 July 2018

1 Purpose

The function of the Health Safety and Environment (**HSE**) Committee is the provision of a robust HSE Management System that reflects best practice in an energy utilities environment. The Committee will do this by:

- Monitoring and reviewing commitment and leadership to the health and safety of its people.
- Reviewing APA Group's environmental priorities and commitments, including management systems and strategy plans.
- 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 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 the adequacy of the processes for managing HSE risk.
- Monitoring HSE performance, including lead and lag indicators with a view to providing a desirable outcome for investors, customers, employees and the community.
- Ensure compliance with relevant HSE legislation and its HSE policy.
- Reviewing extreme and very high HSE risks and issues and action plans put in place to mitigate those risks and prevent incidents.
- Reviewing APA Group's HSE initiatives and programs and their effectiveness.
- Considering reports submitted by management on HSE performance and issues.
- Reviewing APA Group's environmental and greenhouse gas footprint and tracking performance indicator trends.
- Reviewing and approving HSE performance metrics and targets including APAs internal HSE audit program.

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 Company Secretary 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.
- The minutes of each Committee meeting will be distributed to directors with the papers for the next Board meeting.

6 Reporting

- 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.

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.