

Occupational Health, Safety and Environment Committee Charter

Adopted 13 February 2009

The Board has established an Occupational Health, Safety & Environment Committee (Committee). This Charter governs the operations of the Committee.

1. Membership

The Committee will consist of at least two members of the Board and will comprise of at least one independent non-executive Director. The Chairman shall be an independent non-executive Director.

2. Role

The Committee is responsible for:

- (a) the planning, implementation, establishment, monitoring, assessment and review of risk control management and information systems in connection with occupational health and safety and environmental concerns; and
- (b) reviewing the adequacy of the Company's (including its joint ventures) compliance programmes to ensure compliance with all applicable laws, regulations and standards and any other regulatory requirements in respect of the environment, and occupational health and safety matters.

3. Meetings

The Committee will meet at least two times a year. Additional meetings may occur as the Chairman may decide in order for the Committee to fulfil its duties.

3.1 Agenda

An agenda and any supporting documentation will be sent to all members of the Committee prior to each meeting. The Company Secretary or an appointed alternate will be responsible for keeping minutes of the meetings together with copies of all materials put before the Committee. The Chairman will report the decisions of the Committee to the subsequent Board Meeting. Where practicable, copies of the agreed minutes will be sent to all Directors of the Company.

3.2 Quorum

The quorum for the meeting will be a majority of the members of the Committee.

3.3 Attendees

The Committee may extend an invitation to any person to attend a meeting of the Committee. The Committee may meet with external advisors, any executive or other employee, any other non-executive Director and may do so with or without management present.

3.4 Authority

The Committee is authorised to:

- (a) seek any information it requires in order to perform its duties from any employee of the Company; and
- (b) obtain, at the Company's expense, external professional or expert advice on any matter within its charter.

4. Duties

4.1 Occupational Health and Safety

The principal occupational health and safety responsibilities of the Committee include -

- (a) reviewing and monitoring the effectiveness of the Company's (and its joint ventures) health and safety management systems, including the adequacy of the processes and internal controls in place to identify, assess and avoid health and safety risks;
- (b) ensuring that management of contractors and joint ventures are provided with the necessary information to enable them to comply with the Company's health and safety management systems;
- (c) monitoring health and safety performance, including lead and lag indicators with a view to providing optimal outcomes for employees, the community and investors;
- (d) monitoring the Company's compliance with all relevant State Commonwealth and foreign health, safety and environmental legislation;
- (e) regularly reviewing health and safety risks and issues considered to be high or extreme and reviewing emergency action plans and contingency plans in relation thereto;
- (f) reviewing any serious injury;
- (g) reviewing the Company's (including joint ventures) health and safety initiatives and programmes and most importantly, their success or failure;
- (h) considering reports submitted by management on health and safety performance and issues and environment policies;

4.2 Environment

The principal environmental responsibilities of the Committee include –

- (a) monitoring the systems and processes the Company (including joint ventures) has in place to achieve compliance with all environmental laws and the requirements of regulatory authorities, and in particular establishing and maintaining an appropriate “corporate culture” of safe working practices and concern for the environment, so as to comply with all applicable laws, regulations and standards;
- (b) developing and fostering ethical standards consistent with the Company’s values having regard to the legitimate interests of all relevant stakeholders who may have an interest in or be affected by the activities of the Company;
- (c) identifying and addressing risks at each Company project, including consideration of native title and cultural heritage concerns and setting up procedures for ensuring that appropriate action is taken to ensure compliance with all relevant legislation and community expectations;
- (d) reviewing the Company’s environmental and greenhouse gas footprint and tracking performance indicator trends and requirements;
- (e) reviewing any major environmental incident with a view to providing the Board with detailed information and, if necessary preparing a report for the chairman to be delivered at a general meeting;
- (f) reviewing environmental targets and monitoring their implementation;
- (g) considering reports submitted by management on environmental performance and issues; and
- (h) considering reports submitted by management on environmental policies;

5. Review

This Committee and this Charter will be reviewed annually by the Board.