

Australian Shareholders' Association Limited

ASA Policy Committee

The Policy Committee is a Board business committee whose role is to assist the Board in fulfilling its Policy responsibilities in relation to the following activities:

- Development of ASA's Policy framework for the governance, transparency, fairness and environmental and social responsibility for listed ASX companies
- Develop new or amend existing policies and guidelines, after close consultation with the State Monitoring Committees, for approval by the Board.
- Monitoring policy developments by all stakeholders which materially affect retail shareholders
- Providing input for the preparation of ASA submissions
- Proposing initiatives to the Board with respect to agreed policies
- Providing assistance with and approving the preparation of policy papers to key stakeholders, such as ASX, ASIC, ACSI, APRA, AICD, Governance Institute, Federal Government institutions etc
- Representing ASA at meetings with industry policy makers when required
- Overseeing the preparation of training of ASA Monitors and Convenors in policy matters
- Overseeing the maintenance of a manual of ASA policies
- Coordinating the communication of ASA policy guidelines to ASX listed companies, principally by use of the ASA company Monitors
- Coordinating and participating in the communication of ASA policies to the media

Composition of committee

The committee shall consist of three or more Directors. All Directors as well as the CEO are welcome to attend any meeting as guests, as they are for any board sub-committee. There should be at least two directors with ASA monitoring experience or the equivalent. The ASA Policy and Advocacy Manager shall act as Secretary. The Directors are appointed and removed by the Board, which will also appoint the Chair.

Meetings

Meetings will be held as often as is necessary to perform its duties and responsibilities but no less often than regular scheduled Board meetings.

A majority of members with a minimum of two shall constitute a quorum and resolutions at a meeting made by a majority of members for which a quorum is present will constitute an action of the Committee. The Committee may also act by unanimous circular resolution.

The committee shall keep minutes of meetings which will be filed with Board meeting minutes.

All actions by the committee shall be reported to the next regular scheduled Board meeting.

Duties, responsibility and authority

In addition to those outlined in the activities above, the committee shall also:

- Review this charter annually and recommend any changes to the Board for approval
- Conduct an annual review of the performance of this committee and report the results to the Board
- Undertake any duties that the Board may from time to time prescribe
- Review and monitor the public relations strategy and the manner in which the ASA conducts its public relations
- Review and monitor the Government and other stakeholder relations strategy and the manner in which the ASA conducts its stakeholder relations.