

Safety and Sustainability Committee Charter

1. Purpose

The Safety and Sustainability Committee (**Committee**) is a committee of the Board. The purpose of the Committee is to assist the Board in fulfilling its oversight responsibilities in relation to workplace health and safety, environmental, social and governance commitments and sustainable business practices. The Committee ensures that Perenti operates in a manner that prioritises the safety of employees, contractors, and communities while minimising environmental impact and supporting long-term sustainability goals.

The broad reach of Safety and Sustainability can overlap with areas that are the primary responsibility of other committees of the Board. In this instance, the Committee shall collaborate and ensure that Safety and Sustainability perspectives are included, and that management duplication is minimised.

This Charter details the functions and the way the Committee will operate.

The Committee has authority from the Board to investigate any matters within its scope of responsibility, access internal and external resources and information, engage independent advisors as necessary, and make recommendations to the Board regarding safety and sustainability issues.

The Committee is not delegated any Board responsibilities.

2. Responsibilities

Specifically, the role of the Committee is to review and make recommendations to the Board on:

- Group Safety and Sustainability Policies and Strategies:
 - Ensure that the Company has in place appropriate plans, policies, standards, strategies, and programs in relation to Safety and Sustainability matters including workplace safety and health, carbon and air emissions, water and waste management, indigenous engagement, social performance, modern slavery and human rights.
 - Review the Safety and Sustainability targets and metrics annually against which the Company's performance can be evaluated.
- Safety and Sustainability Risk Management (in conjunction with the Audit & Risk Committee as appropriate):
 - Advise the Board on the Company's risk appetite, tolerance and strategy with respect to Safety and Sustainability risks.
 - Where applicable, oversee the appropriateness and effectiveness of the risk management frameworks and management systems related to Safety and Sustainability.
 - Ensure Safety and Sustainability material risks are identified, and appropriate risk mitigation and effective critical controls are in place and monitored.
- Compliance with Legal and other Obligations (in conjunction with the Audit & Risk Committee as appropriate):
 - Review and assess the adequacy and implementation of management systems, processes and controls to ensure compliance with applicable laws, regulations and other relevant Safety and Sustainability related standards.
- Safety and Sustainability Performance:
 - Oversee the Company's performance in relation to Safety and Sustainability matters and commitments.
 - Receive and consider both lag and lead safety and health statistics
 - Receive and consider reports in respect of fatalities, serious injuries and reportable occurrences.
 - Ensure incident investigations are conducted and appropriate learning opportunities and improvement actions are identified and pursued.
 - Review and consider the effectiveness of risk-based self-assessments and internal and external audits.

- Reporting and other Significant Public Commitments/ Targets:
 - Oversee the adequacy and integrity of the Company's Safety and Sustainability reporting.
 - Monitor external developments in Safety and Sustainability standards, expectations and reporting.
 - Review the Company's responsibilities and commitments in relation to Safety and Sustainability, oversee the setting of any public targets and ensure performance in relation to any target or commitment is monitored.
- Committee Charter:
 - The Committee's charter will be reviewed at least every 2 years and any amendments are to be approved by the Board.
- Other matters referred to the Committee by the Board.

3. Membership

The Committee shall comprise of a minimum of three Board members. The majority of the Committee members must be independent non-executive directors. The Committee shall have a Chair appointed by the Board who must be an independent non-executive Board member and may be the Chair of the Board. The appointment of new members to the Committee must be approved by the Board. The Company Secretary will be the secretary of the Committee.

4. Meetings

The Committee shall meet as often as required to undertake its role effectively, but as a minimum two times per annum. Any Committee member may call a meeting of the Committee. The quorum necessary for the meeting will be two members. In the absence of the Chair, the Committee members will elect a member to act as chair for that meeting. The Committee may invite various parties to attend its meetings.

5. Reporting

The Committee Chair, or their nominee, will report on the review and recommendations of the Committee to the next appropriate Board meeting.

An annual plan will be developed for the Committee activities and reporting on progress against the annual plan will be provided to the Board.

A Sustainability report will be included in each Annual Report of the Company.



Diane Smith-Gander
Chair
Perenti Limited

Approved by the Board on 12 May 2025