

CHARTER

Safety and Sustainability

Committee



Meridian.

Approved Date: 23 April 2020

The Meridian Board of Directors (“the Board”) has established a Committee of Directors known as the Safety and Sustainability Committee (“the Committee”). Safety and Sustainability (S&S) for the Meridian Energy Group (Meridian) encompasses all S&S related matters arising out of the activities of Meridian affecting employees, contractors, the public, communities and the environment in which Meridian operates.

OBJECTIVE

- 1.1 The objective of the Safety and Sustainability Committee is to assist the Board in fulfilling its responsibilities and objectives in all matters related to safety and sustainability.

COMPOSITION

- 2.1 The Committee is appointed by the Board and comprises a minimum of two Directors.
- 2.2 The Chairperson of the Committee is appointed by the Board.
- 2.3 The Committee may co-opt any other Director in the event that one of the Committee members is absent or unavailable. The quorum of the Committee shall be two, which must include at least one of the named appointed members of the Committee. Any Director so co-opted shall be counted as part of the quorum.
- 2.4 The Chief Executive will attend meetings of the Committee. Other representatives of management as considered appropriate may also attend meetings by invitation.

AUTHORITIES

- 3.1 The Committee does not have the authority to make a decision in the Board’s name or on its behalf unless specifically authorised to do so by this charter or as directed by the Board. The Committee will make recommendations to the Board as set out in this charter.
- 3.2 Directors have complete access to Meridian’s Senior Executive team through the Chairman, Chief Executive or Company Secretary at any time.
- 3.3 The Committee is authorised by the Board to obtain, at the expense of the Company, outside legal or other independent professional advice as it sees necessary to carry out its responsibilities.

RESPONSIBILITIES

Where there are matters relating to sustainable performance regarding company risk, financials and people these will be covered by the Audit & Risk Committee and People and Remuneration Committee respectively.

The responsibilities of the Committee will be those delegated by the Board from time to time and shall include (without limitation):

Health and Safety

- 4.1 Periodically reviewing, and recommending to the Board for approval, Meridian’s policies related to Health and Safety.
- 4.2 Monitoring compliance with the Company’s policies related to Health and Safety.
- 4.3 Reviewing Meridian’s health and safety initiatives, the outcomes achieved and considering reports submitted by management on health and safety performance.
- 4.4 Ensure the Company is properly identifying, managing and reporting health and safety risks and performance including identifying opportunities for improvement and ensuring that there are systems in place to do so.
- 4.5 Reviewing and recommending to the Board the format of reporting to the Board on health and safety performance.
- 4.6 Reviewing significant health and safety related incidents and the actions taken by Management to minimise the risk of recurrence
- 4.7 Reviewing Meridian’s safety initiatives and outcomes achieved with regard to enhancing Meridian’s reputation both externally and with staff, and in implementing safe business practices.

Sustainability

- 4.8 Reviewing and recommending to the Board for approval, Meridian's Sustainability Policy.
- 4.9 Monitoring compliance with the Company's Sustainability Policy.
- 4.10 Ensuring Meridian has an effective sustainability strategy and appropriate reporting and supporting processes and monitoring Management's execution of that strategy.
- 4.11 Reviewing Meridian's sustainability initiatives and outcomes achieved with regard to enhancing Meridian's reputation both externally and with staff, and in implementing sustainable business practices.
- 4.12 Considering reports submitted by management on sustainability performance and issues.

FREQUENCY OF MEETINGS

- 5.1 The Committee will meet on an as required basis to ensure it fulfils its responsibilities.

ADMINISTRATION

- 6.1 The General Counsel or his or her nominee shall act as secretary to the meeting. The Office of the CEO shall provide all secretariat functions for the Committee.

REVIEW OF COMMITTEE CHARTER

- 7.1 The Committee shall undertake an annual self review of its objectives and responsibilities and of its Charter and report back to the Board. The Committee may at any time initiate a review of this Charter and make appropriate recommendations to the Board.