

## **Health and Safety Committee**

### **Term of Reference**

#### **Role**

The role of the Committee is to ensure that the Group's policies, procedures and working practices regarding health and safety meet or exceed any legal obligations, with the object of promoting the well-being and safety of the Group's employees, its customers and others who may be affected by its activities.

#### **Membership and Quorum**

The Committee shall be appointed by the Board and shall consist of a Chairman, who shall be an independent Non-Executive Director, and two other members, one of whom shall be another independent Non-Executive Director, whilst the other shall be the Chief Executive. The quorum for a meeting of the Committee shall be any two of its members.

The Committee may invite any Director, executive or other person to attend any meeting of the Committee as it may from time to time consider desirable to assist the Committee in fulfilling its role.

The Company Secretary shall act as Secretary to the Committee.

#### **Meetings**

The Committee shall meet at least twice in each year and shall provide a report of each such meeting to the subsequent meeting of the Board.

#### **Terms of Reference**

The Committee shall:

- have responsibility for approving the Group's Health and Safety Policy (the "Policy")
- annually review the Policy, together with the Group's procedures and working practices regarding health and safety and make such

changes to the Policy and those procedures and working practices as are considered appropriate

- ensure that all Directors are kept informed of their health and safety responsibilities and duties as necessary
- ensure that it and the Board is kept abreast of any regulatory changes in relation to health and safety and the impact such changes may have on the business of the Group
- receive reports from the Executive Team as to Business Unit health and safety policies and arrangements; Business Units compliance with the those policies and arrangements and any proposed changes to those policies and arrangements
- receive reports from the Executive Team as to health and safety performance throughout the Group and any major health and safety incidents so as to ensure that management identify and implement any corrective action considered appropriate in order to achieve compliance and raise performance where required.

### **Authority**

The Committee may appoint or employ such professional advisers as it may consider appropriate to assist it in fulfilling its responsibilities.

### **Review**

The Committee shall review annually its terms of reference, recommending any changes to the Board. The performance of the Committee shall be reviewed as part of the formal annual Board appraisal.