

# **SAFETY, HEALTH AND ENVIRONMENT COMMITTEE**

## **TERMS OF REFERENCE**

### **PURPOSE**

The Safety, Health and Environment Committee (“the Committee”) is a committee of the Orica Limited Board created to assist the Board in the effective discharge of its responsibilities in relation to safety, health and environment matters arising out of activities within the Orica Group as they affect employees, contractors, visitors, customers and the communities in which the Orica Group operates.

### **MEMBERSHIP**

The Committee consists of at least three non-executive Directors.

The Chairman, members, and term of appointment of each member shall be determined by the Board. Any non-executive Directors who are not members may also attend meetings of the Committee.

The Committee may invite any other individuals to attend meetings of the Committee, as it considers appropriate.

### **MEETINGS**

The Committee meets at least four times annually or more frequently as required.

The Chairman or the Secretary may call a meeting.

Two non-executive Directors shall constitute a quorum.

The Chairman of the Committee will report to the Board following each Committee meeting and annually report back against the Committee’s objectives and activities.

The Committee’s Terms of Reference shall be reviewed annually and updated as required.

### **RESPONSIBILITIES**

To review and report to the Board on strategic issues and exposures by:

- a) Considering safety, health and environment issues that may have strategic, business and reputational implications for the Orica Group and reviewing appropriate measures and responses, including the identification of key risks and appropriate mitigation strategies.
- b) Reviewing appropriate safety, health and environmental objectives, targets and strategies.

- c) Monitoring compliance with Orica Group's SH&E policy and legislation requirements.
- d) Considering regular periodic reports submitted by management on safety, health and environment performance and issues, including the impact of changes in legislation, community expectations, research findings and technology.
- e) Reviewing significant safety, health and environment incident investigation reports.
- f) Reviewing sustainability practice and performance.
- g) Maintaining a watching brief on key environmental issues, including legacy site issues.

## **AUTHORITY**

In carrying out its duties the Committee shall have the authority to discuss directly with management, internal auditors or consultants any issue within its remit and to request reports, explanations and information of any of the activities or procedures of the Orica Group.

The Committee is authorised by the Board to obtain outside legal or other professional advice if it considers this necessary.

**Approved by Safety, Health & Environment Committee on 4 November 2009 and the Orica Limited Board on 16 December 2009.**