

Safety and Sustainability Committee Charter

Introduction

The Safety and Sustainability Committee (Committee) is established as a committee of the Board of Ampol Limited on the terms set out in this charter and in accordance with the Board's Charter and the Company's Constitution.

Role and Responsibilities of the Committee

The Committee assists the Board by reviewing, advising and making recommendations to the Board on the systems, policies, processes and performance of Ampol Limited and its subsidiaries (Ampol) relating to:

- health;
- personal and process safety;
- environmental performance;
- climate related risks and opportunities;
- community activities and investment;
- human rights;
- resource efficiency;
- responsible procurement; and
- environment, social and governance (ESG) matters,

which arise out of and address Ampol's activities and the impact of those activities on employees, contractors, customers and suppliers, and the communities and environments in which Ampol operates.

The Committee undertakes functions delegated by the Board, including approving Ampol's internal audit annual plan and charter in relation to health, safety, environment and sustainability.

The Committee seeks to address the appropriateness and adequacy of Ampol's safety, environment and sustainability practices to manage material risks, so that these risks are managed in the best interests of Ampol and its stakeholders.

Sustainability issues considered by the Committee include climate change, human rights, resource efficiency, responsible procurement practices, community activities and investment and business ethics.

Delegated authority

The Board has delegated authority to the Committee to undertake the following functions:

- Approve the annual internal audit plan in relation to health, safety, environment and sustainability matters
- Approve the internal audit charter in relation to health, safety, environment and sustainability matters

Membership & Attendance

The Committee should comprise a minimum of **three** (3) non-executive directors appointed by the Board, a majority of whom must be independent.

The appointment of the Committee Chair and Committee members is a matter for the Board. The Committee Chair must be an independent director.

In addition to the members of the Committee, any other directors wishing to be present are entitled to attend Committee meetings.

The Committee may extend an invitation to any person to attend all or part of any meeting which it considers appropriate. The Committee Chair may invite external parties (as appropriate) to attend all or part of a meeting.

Meetings

Quorum

The quorum for a Committee meeting is **two** (2) Committee members.

Number of meetings

The Committee will meet as required but should meet at least **four** (4) times a year.

Committee agendas and program

The Chair will approve the agenda for each Committee meeting.

The Committee Secretary will develop and manage the annual program of items of business to be considered by the Committee during the year.

Copies of minutes of each Committee meeting will be made available to the Chairman of the Committee for confirmation and then to Committee members as soon as practicable. The Committee Chair will update the Board on any significant matters that arose out of that meeting at the subsequent Board meeting.

Committee Secretary

The Company Secretary will serve as the Committee Secretary. If this person is unable to attend a Committee meeting, an appropriate member of the Ampol Secretariat should attend the meeting in the capacity of Committee Secretary.

Access to Information & Advisers

The Committee is authorised by the Board to require management to provide any information the Committee requires to discharge its responsibilities, including any or all reports between the internal auditor and management.

The Committee and Committee members have direct access to Ampol's senior management and advisers (both external and internal).

The Committee is authorised by the Board to obtain external professional or independent legal advice if it considers this is necessary or appropriate.

The Committee should understand the Ampol Group's structure and operations and may undertake site visits and receive periodic presentations from subject matter experts to assist the Committee in achieving such understanding.

Review of Committee Performance

The Committee should periodically review its own performance, with particular attention being paid to the extent to which it has met its responsibilities in this charter.

Review of Charter

The Committee will review its charter regularly and make recommendations for changes, if required, to the Board.

Publication

The Charter will be made available on the Ampol website (www.ampol.com.au).

Document change history

Version number	Conducted by	Approved by	Date	Description of changes
1		Board	22/02/2019	
2	Secretariat	Board	14/05/2020	Update references from Caltex to Ampol
3	Chief Governance and Risk Officer	Board	19/02/2021	Reduce prescriptive nature of Charter