



Make a *Difference*

# Safety, Health & Sustainability Committee Charter

24 September 2021



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This policy may be amended at the discretion of the SunRice Group.  
This policy does not form part of employees' contracts of employment

## 1. ROLE OF THE COMMITTEE

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- 1.1 The Safety, Health, Environment and Sustainability Committee (**Committee**) of the Board of Ricegrowers Limited trading as SunRice and its related bodies corporate (**Company** or **Group**) has been established to assist the Board in discharging its responsibilities on a range of matters for the Group relating to:-
- 1.1.1 the provision of a robust SHE Management System and culture;
  - 1.1.2 ensuring that the Board exercises due diligence in supporting the commitment of the SunRice Group to meet its obligations under all applicable work, health and safety and environmental legislation; and
  - 1.1.3 the provision of advice and assistance to the Board in monitoring the decisions and actions of Management in delivering on the promise in the SunRice Sustainability Charter.
- 1.2 In carrying out its functions in regards to the Group's Safety, Health, Environmental, and Sustainability frameworks, the Committee will have regard to SunRice's Strategy, Compliance, Performance and Systems.
- 1.3 The Board has delegated authority to the Committee to fulfil its responsibilities as set out in the section entitled "Role and Responsibility" and may make other delegations to the Committee from time to time.

## 2. ACCESS TO INFORMATION AND INDEPENDENT ADVICE BY THE COMMITTEE

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- 2.1 The Committee has access through the Chair to:-
- 2.1.1 Management, to seek explanations and information; and
  - 2.1.2 Independent professional advice it considers necessary to fulfill its responsibilities and to exercise independent judgment when making decisions.
- 2.2 If the Chair of the Board consents, SunRice will pay a Committee member's costs of seeking independent professional advice, with the brief agreed by the Chair and Company Secretary. That consent may not be unreasonably withheld or delayed. Copies of the advice must be made available to, and for the benefit, of all Board members, unless the Chair of the Board agrees otherwise. The engagement and any advice received will be independent of Management.
- 2.3 Management is responsible for the preparation, presentation and integrity of the information provided to the Committee to support decision making and effective oversight by the Committee.

## 3. ORGANISATION

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### 3.1 Membership

- 3.1.1 The members of the Committee and the Chair of the Committee will be appointed by the Board.
- 3.1.2 The Committee shall comprise at least four (4) directors.
- 3.1.3 The Company Secretary shall be the Secretary of the Committee, if in attendance; otherwise the Chair of the Committee shall nominate a Secretary of the Committee.

### 3.2 Role of the Chair

- 3.2.1 The Committee Chair must not be the Chair of the Board.
- 3.2.2 The Committee Chair is responsible for leading the Committee and overseeing the processes for the Committee's performance of its role in accordance with this Charter.
- 3.2.3 The Committee Chair has responsibility to:

- Foster an open, inclusive and, where appropriate, challenging discussion by the Committee.
- Set the agenda with the Company Secretary, ensuring that appropriate time and attention is devoted to matters within the responsibilities of the Committee.
- Liaise with Management to ensure the Committee has the information necessary to enable effective decision-making.

### 3.3 Meetings

- 3.3.1 The Chair of the Committee shall call meetings as necessary, but not less than quarterly.
- 3.3.2 A quorum will consist of three (3) directors.
- 3.3.3 All Directors are entitled to attend meetings of the Committee where there is no conflict of interest and with the prior consent of the Committee Chair.
- 3.3.4 Notice of the meeting, the agenda, and supporting documentation for each meeting must be given to each member of the Committee and the Secretary of the Committee within a reasonable time of each meeting.
- 3.3.5 Employees, advisors and external auditors may be invited to attend meetings (but are not entitled to vote).
- 3.3.6 Members should use their best endeavours to attend every meeting of the Committee. Meetings may be held by telephone or videoconference, if appropriate.
- 3.3.7 In the absence of the Chair of the Committee or appointed delegate, the members shall elect one of their number as Chair for that meeting. The Chair has a casting vote in addition to a deliberative vote.

### 3.4 Reporting

- 3.4.1 Minutes of meetings shall be circulated to all Members after approval by the Chair of the Committee.
- 3.4.2 Minutes of the Committee meetings are made available to all Directors through the Company Secretary.
- 3.4.3 The Committee Chair will provide verbal reports on Committee business at the next Board meeting, and will consider if any material matters arising out of Committee Meetings should be advised to other Committees.

## 4. ROLES AND RESPONSIBILITIES

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### 4.1 Health and Safety Management Systems and Priorities

- 4.1.1 Ensuring SunRice is providing a safe work environment that preserves the health and safety of our people, contractors, and supplier partners.
- 4.1.2 Ensuring that SunRice's Health and Safety Policy is understood and implemented by all stakeholders.
- 4.1.3 Reviewing the Health and Safety Policy and key components of the SHE Management System to ensure adequacy and alignment to relevant international standards.

- 4.1.4 Supporting the development of an effective Safety Risk Management approach in support of the SunRice Group's 'Zero Harm' philosophy and culture and its implementation across the SunRice Group.
- 4.1.5 Monitoring the SunRice Group compliance to jurisdictional Work Health and Safety legislation and other regulatory obligations.
- 4.1.6 Monitoring SunRice's Health and Safety performance, including lead and lag indicators, as well as key health and safety risks and their impacts on activities and SunRice Group operations.
- 4.1.7 Periodically verifying the effectiveness of the Management System, Performance Objectives and Targets, Risk Management and improvement initiatives.

#### **4.2 Sustainability Strategy**

- 4.2.1 Providing oversight and guidance to management on the SunRice Sustainability Strategy and its effectiveness in addressing material topics identified by stakeholders.
- 4.2.2 Reviewing and monitoring the effectiveness of SunRice's Sustainability Strategy, the underpinning framework and associated goals and targets set to drive sustainability, social and ethical business performance, in particular that of the identified Sustainability priority issues.
- 4.2.3 Monitoring SunRice Group's compliance with sustainability and environmental reporting requirements and providing oversight and guidance on sustainability and environmental disclosures and reporting in accordance with applicable legislative and regulatory obligations and industry standards.

#### **4.3 Environmental**

- 4.3.1 Reviewing the effectiveness of SunRice's policies, programs and initiatives designed to ensure compliance with legislative and regulatory obligations, environmental sustainability and the minimisation of the Company's impact on the environment.
- 4.3.2 Ensuring SunRice's activities are aligned with the Group's commitments to the efficient use of natural resources, including energy and water, the reduction in waste and the enhancement of biodiversity.
- 4.3.3 Monitoring the Group's progress on preparing for the risks associated with climate change, including setting measures to improve management of water and energy.

#### **4.4 Ethical business practices**

- 4.4.1 Reviewing the effectiveness of SunRice's policies and initiatives on community engagement and social responsibility.
- 4.4.2 Monitoring SunRice's activities to ensure they are directed towards developing a secure and ethical supply chain and increasing traceability within our Australian and international supply chains.
- 4.4.3 Monitoring SunRice's policies and initiatives to ensure appropriate safeguards are in place for dealing fairly and ethically with customers, suppliers and other stakeholders.



**4.5 Evaluating the Performance of the Committee**

Evaluating the performance of the Committee against the requirements of this Charter and reporting the results to the Board.

**4.6 Review of the Committee Charter**

Reviewing the Committee Charter periodically (and at least every two years) and recommending any amendments to the Board for approval.

**4.7 Other**

Performing any other responsibilities as may be delegated to it by the Board from time to time.

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This Policy is designated a key policy of SunRice and is subject to the periodic review and approval of the SunRice Board.

**DOCUMENT CONTROL**

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Version	Date	Approved by	Sign-off date
Version 8.0	5 October 2021	Board	24 September 2021