



**WDS LIMITED
HEALTH SAFETY ENVIRONMENT AND COMMUNITY COMMITTEE CHARTER**

1. INTRODUCTION

- 1.1 The function of the WDS Limited (WDS) Health Safety Environment and Community Committee (HSECC) is to support and assist the WDS Board to meet its legal and other obligations to all legitimate stakeholders from time to time where and to the extent appropriate. "Stakeholders" are groups that are likely to feel a social, environmental, health or economic impact from WDS' actions. They include shareholders, employees, contractors, regulatory bodies and members of the communities where the WDS Group operates and are affected by WDS' activities.
- 1.2 It is the responsibility of the Committee to maintain free and open communication between the Committee and executive management and Stakeholders, as appropriate.

2. MEMBERSHIP

- 2.1 The Committee will comprise a minimum of two non-executive directors.
- 2.2 All directors are welcome to attend Committee meetings.
- 2.3 The Chairman of the Committee is to be an independent non-executive director and is to be appointed by the Board.
- 2.4 Committee members and the Chairman of the Committee are appointed by the WDS Board in accordance with clause 25.17 of the WDS Constitution.
- 2.5 Committee members may appoint alternate directors to act as an alternate member on the same terms as that set out in clause 19.7 of the WDS Constitution.
- 2.6 The Committee may seek the counsel of an expert at any time and may do so in accordance with clause 6 of this Charter.
- 2.7 To ensure effective communication between the HSECC and the Audit and Risk Management Committee, at least one member of the HSECC should also be a member of the Audit and Risk Management Committee.
- 2.8 All Committee members, and their alternates, must understand the WDS business, its operations and the associated key HSEC risks.

3. RESPONSIBILITIES

3.1 Reporting Framework

The Committee will receive divisional reports on matters under this clause 3 in accordance with an annual timetable established by the Committee. The Committee will receive reports on significant or high potential incidents, investigations and new business operations as soon as reasonably possible.

The Committee shall make recommendations to the Board in respect to the matters under this Clause 3.



3.2 Health and Safety

In assisting the Board (and without limiting its scope), the Committee will receive and review reports from executive management regarding:

- (a) the processes in place so that safety is a priority at all WDS operational sites;
- (b) the processes in place to comply with all safety and occupational health related legal and regulatory requirements;
- (c) the operational and personnel related risk management processes within the Group;
- (d) the operational and personnel related contingency planning processes within the Group;
- (e) the adequacy of safety systems for new business operations, actual or potential accidents, breaches and incidents; and
- (f) subsequent safety investigations and remedial actions conducted by management.

3.3 Environment

In assisting the Board (and without limiting its scope), the Committee will receive and review reports from executive management regarding:

- (a) the processes in place to facilitate compliance with all environment related legal and regulatory requirements;
- (b) the environmental risk management processes within the Group;
- (c) the environmental related contingency planning processes within the Group;
- (d) the adequacy of environment reporting systems for new business operations, actual or potential accidents, breaches and incidents;
- (e) subsequent investigations and remedial actions conducted by management; and
- (f) notification of any environmental fines and subsequent investigations and remedial actions conducted by management.

3.4 Community

In assisting the Board (and without limiting its scope), the Committee will receive and review reports from executive management regarding:

- (a) the processes in place to manage community relationships;
- (b) the processes in place to recognise responsibility to communities affected by the Group's operations and to facilitate remedial action being taken as required; and
- (c) relevant community perceptions of the Group and the consequences of WDS' activities.



3.5 Operational Risk Management

3.5.1 Without limiting the scope, the Committee will receive and review reports from executive management on the operational risk management system.

3.5.2 In assisting the Board, the Committee will:

- (a) review the operational risk management system within the Group as proposed by executive management;
- (b) review any periodic risk management reports prepared by executive management; and
- (c) review the operational contingency planning processes within the Group as prepared by executive management.

3.6 Legal and Regulatory Compliance

Without limiting its scope, the Committee will, in conjunction with the Board and Audit and Risk Management Committee, receive reports from executive management regarding compliance and any non-compliance with:

- (a) relevant statutory and regulatory obligations; and
- (b) relevant internal policies and procedures.

4. MEETINGS

4.1 The Committee should meet at least four times a year. Additional meetings may be requested by any Committee member.

4.2 A quorum for a Committee meeting is when at least two members are present.

4.3 The Company Secretary of WDS will be the Secretary to the Committee and will be responsible for maintaining:

- (a) minutes of the Committee meetings; and
- (b) records of any Committee reports or recommendations.

4.4 Executive management are to attend such portion of the Committee meetings as requested by the Chairman to provide required reports and presentations to the Committee.

5. REPORTING

5.1 The Committee is to report on its meetings to the Board and also when major health safety environment or community issues arise.

5.2 All recommendations of the Committee are to be referred to the Board for approval.

5.3 The Committee may, at its discretion, request reports from executive management in addition to those prescribed by this Charter.



6. ACCESS TO INFORMATION AND INDEPENDENT ADVICE

- 6.1 The Committee has the authority to seek any information it requires from any Group employee and all employees must comply with such requests.
- 6.2 In carrying out their functions, the Committee may take such independent legal, technical or other advice as it considers necessary, at the reasonable expense of WDS. Unless a conflict exists or to do so would be inconsistent with the Committee's duties, the Committee is to request such information, professional advice or assistance permitted under this clause 6 via the Chairman.

7. COMMITTEE PERFORMANCE

To determine whether it is functioning effectively, the Committee shall:

- (a) review this Charter annually; and
- (b) undertake an evaluation of its performance at intervals considered appropriate by the Chairman.