

HEALTH & SAFETY COMMITTEE
TERM OF REFERENCE



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HEALTH & SAFETY COMMITTEE ("The committee")

TERMS OF REFERENCE

1. PURPOSE

- 1.1 The Empark Health & Safety Committee (the "Committee") is established to oversee and agree the safety, welfare and risk activities of employees, residents, visitors and the Empark estate. The constitution of the committee will be representative of the functions which have an influence on safety. The primary function of the committee will be to review the arrangements relating to the health, safety and welfare of all colleagues and visitors to the sites and operational locations within scope and recommended actions and strategies where improvements were necessary. The output from the committee shall be the specification of actions which are required to be taken within agreed timescales for identified actions. Actions will normally be assigned to the senior manager of the function concerned. A maintained list identifying the appropriate senior manager for each function will be kept updated for the benefit of the Committee. The committee will instruct and escalate H&S performance, high risk incidents and plans to the Board.
- 1.2 This Committee shall act as a subcommittee in the remit of the ESG Committee.

2. COMPOSITION OF THE COMMITTEE

2.1 The Committee shall comprise:

- i. Chief Executive Officer ("CEO") - Chair
- ii. Chief Operations Officer ("COO")
- iii. Chief Financial Officer ("CFO")
- iv. Chief People Officer ("CPO")
- v. Chief Legal and Compliance Officer ("CLCO")
- vi. Risk Director ("RD")
- vii. SHEQ Director ("SD")

2.2 The attendees by invitation shall comprise:

- i. Representatives of the shareholder.
- ii. Any other stakeholder that the Committee might find convenient.

2.3 The Committee Members shall report to the Chair and are appointed for such term as they hold their office.

2.4 The Committee shall meet, as required, which is expected to be quarterly. Additionally, the CEO, or in his absence the COO, may call for additional meetings when considered appropriate.

3. CHAIR OF THE COMMITTEE

3.1 The Chair of meetings of the Committee shall be the CEO. In the absence of the CEO, the Chair of the meeting shall be elected by the Committee Members.

4. QUORUM

4.1 The quorum for any meeting of the Committee shall be a majority of its Members.

4.2 The Members of the Committee may participate in a meeting of the Committee from separate locations by means of videoconference, telephone or other communication equipment which allows those participating to hear each other and shall be entitled to vote or be counted in the quorum accordingly.

5. COMMITTEE PROCEDURES

5.1 Except as otherwise stated in these Terms of Reference, the Committee shall determine its own procedures.

6. COMMITTEE RESOLUTIONS

6.1 The Committee shall reach its decisions by a simple majority of its Members on the issue in question, with the CEO having a right of veto over the Committee's decisions. In the absence of the CEO, the one chairing the meeting shall have the right of veto.

6.2 Only the Members of the Committee shall have the right to attend and vote at Committee meetings. However, the Members shall be entitled to invite such other employees, representatives, or professional advisors of the Empark group to the Committee meeting as the members deem appropriate.

7. DUTIES OF THE COMMITTEE

The Committee shall be responsible for the following matters:

7.1 Review the arrangements in place for the effective management of health and safety on sites and operational locations within scope.

7.2 Study and review accidents, dangerous occurrences, notifiable diseases and other health and safety related incidents occurring on the sites and operational locations within scope.

7.3 Produce and monitor statistical trends to mitigate or remedy potential safety issues, reporting on the issues and escalating to the Board where deemed appropriate.

7.4 Review safety inspection reports or any other formal regulatory documents or files.

7.5 Consider reports and other factual H&S information supplied by the government agency responsible for H&S, Empark operational teams and other authoritative sources.

7.6 Review the adequacy of H&S communication and publicity on the sites and operational locations within scope and act on improvements.

7.7 Review H&S related procedures affecting sites and operational locations within scope.

7.8 Review the arrangements to determine that Empark is fulfilling its H&S responsibilities, for example risk assessments and if it becomes aware of any shortfalls to alert relevant senior management to them.

7.9 Review and act on the adequacy of resource dedicated to H&S both within the function of H&S and also with the roles and responsibilities matrix of other employees within the organisation.

7.10 Steer campaigns and projects that are required for short term mitigation of an emerging or ongoing new risk, ensuring that the outcomes and status is sufficient.

7.11 Review and act on training requirements and the associated finding of these requirements, ensuring that the offering, delivery and quality of training is sufficient for the status of the organisation and its emerging risks, but also the minimum regulatory expectations.

7.12 Ensure that the organisation is benchmarked, and that the strategy is in line with both government requirements, but also other organisations / including the level of accidents and other incidents for organisations with similar workplace activities.

7.13 Escalate material H&S risks to the Board.

8. NOTICE OF MEETINGS

8.1 The Committee meeting agenda and papers should be circulated by the RD at least three working days prior to the Committee meetings.

9. DOCUMENTATION, COMMUNICATION AND REPORTING

9.1 Minutes of the Committee shall be documented and maintained by a representative from the Risk & Compliance Department. The Minutes are to be kept and held by the RD and a copy is to be filed with the Company Secretary.

9.2 The Chair of the Committee shall notify the Executive Committee of the principal decisions reached by the Committee and/or circulate copies of minutes to the Executive Committee (where appropriate). The representative from the Risk & Compliance Department shall notify respective individuals of any decision(s) taken by the Committee that require their attention.

9.3 The Committee shall report to the Executive Committee.