

Sustainability and Work, Health & Safety Committee Charter

1. Purpose

The primary function of the Sustainability and Work, Health & Safety (WHS) Committee (**Committee**) is to assist the Board of directors of Abacus Group “**Abacus**” (the **Board**) to monitor:

- Health, safety and security of all people impacted by our business undertaking;
- Community and social responsibility;
- Responsible procurement and resource management; and
- Environmental sustainability

The Abacus Board has a commitment to sustainability and health and safety. This commitment underpins Abacus’ business activities.

2. Membership and Term

The Committee shall consist of a minimum of three non-executive directors.

The term of appointment as a member is for a period of three years, with Committee members generally being eligible for re-appointment subject to the composition requirements of the Committee.

Committee members are appointed and removed by the Boards. The term of appointment can be for a shorter or longer period as determined by the Boards.

The effect of ceasing to be a director of the Board is the automatic termination of membership of the Committee.

3. Chair

The Chair of the Committee is selected by the Board.

The Chair is responsible to lead the Committee and oversee the processes for the Committee’s performance of its role in accordance with this Charter.

Should the Chair be absent from a meeting and no acting Chair has been appointed, the members present may appoint a Chair of that particular meeting.

4. Meetings

The Committee may, with the approval of the Chair, conduct meetings by telephone, video conference or any other electronic means, provided that all Committee members involved in the meeting are able to participate in the discussion.

In addition to quarterly meetings, the Chair will call a meeting of the Committee if so requested by any member of the Committee or by any director.

All members of the Board have a right of attendance at meetings.

The relevant Abacus executives with sector expertise in Sustainability and WHS must be available to attend each meeting of the Committee.

A quorum for meetings will comprise two members, should a quorum not be obtained, the meetings will be adjourned.

5. Secretary

The Company Secretary shall act as secretary of the Committee.

6. Scope, Access and Authority

The activities of the Committee are in relation to Abacus and the Responsible Entities.

The Committee has authority to seek any information it requires to carry out its duties from any officer or employee of Abacus and such officers or employees shall be instructed by the Board of the entity employing them to cooperate fully in the provision of such information.

The Committee has the authority to consult any independent professional adviser it considers appropriate to assist it in meeting its responsibilities.

Any Abacus officer or employee has access to the Committee's Chair.

7. Reporting

Proceedings of all meetings will be recorded in minutes and signed by the Chair of the Committee. Minutes of all Committee meetings are circulated to the Board.

8. Sustainability Responsibilities

The primary functions of the Committee include:



- Consider reports from management which include updates on climate change and the environmental, social and ethical impact of Abacus' business activities and strategy.
- Consider if Abacus has any material exposure to environmental and social risks which may create a real possibility those risks may impact Abacus' ability to create or preserve value for securityholders over the short, medium and long term, and how it manages or intends to manage those risks.
- Review sustainability reports and ensure management considers matters in relation to sustainability and the environment, including responsible procurement and resource management.
- Review and make a recommendation to the Board to approve the annual Sustainability Report and all public reports in relation to sustainability.
- Review and make a recommendation to the Board to approve the Modern Slavery Statement.
- Monitor compliance with Abacus' published policies and guidelines relating to sustainability and monitor management's progress in implementing agreed initiatives.
- Review and approval of the annual material topics related to sustainability and social responsibility.
- Review and approval of strategic plans related to sustainability and social responsibility.

9. WHS Responsibilities

The primary functions of the Committee include:

- Review and monitor the appropriateness and effectiveness of the WHS management framework, governance structure and systems;
- Review and monitor key performance metrics and trends, including details of any serious incidents or near misses reported including any associated action plans for rectification or improvement;
- Review and monitor the adequacy, integrity and effectiveness of the policy, critical systems, internal controls, and processes and procedures used to manage WHS;
- Review and monitor implementation of recommendations on WHS matters contained in reports received from internal and/or external auditors;
- Review and monitor compliance with regulatory requirements associated with WHS matters.
- Review the development and implementation, and monitor performance of Abacus' WHS strategy and corrective actions taken.



- Ensure appropriate policies and procedures are in place to assist Abacus to meet its statutory obligations, strategic WHS governance and deliver on the Board's commitment to WHS;
- Operate as a forum for consultation and making recommendations to the Board regarding WHS matters.

10. Review of Charter

The Committee's charter is to be reviewed annually by the Committee to ensure it remains consistent with the Committee's authority, objectives and responsibilities.

Changes to the charter are recommended by the Committee and approved by the Board.

11. Document Control

Effective: 31 October 2022

ABG Board approved: 31 October 2022

