



**Resolute**

# Sustainability Committee Charter

(Safety, Security, Environment and Community)

## 1. Terms of reference

### 1.1 Remit

The key purposes of the Committee are to act as a forum for presentation of the health and safety performance, security management and environmental and community impact management of Resolute's operations including exploration, consultation, discussion and dissemination of information on matters which are likely to affect safety performance, security management and environmental and community impact management.

### 1.2 Scope

The scope of the Committee remit will include, but not be limited to, the following matters.

#### 1.1 Monitoring

The scope of the Committee's monitoring remit will include, but not be limited to, the following matters:

- monitoring key risks to Resolute's business in the areas of health and safety, security, environment and community;
- monitoring Resolute's compliance with relevant laws, regulations and Resolute operational policies and standards in the areas of health and safety, security, environment and community;
- monitoring the culture that is promoted within Resolute to promote compliance with and responsibility for health and safety, security, environmental and community management; and
- establishing and tracking of measurable workplace health and safety, security, environment and community objectives and targets, including recognising and celebrating their achievement.

#### 1.2 Program Development

The scope of the Committee's program development remit will include, but not be limited to, advising Resolute on the implementation and management of programs that:

- ensure that Resolute has appropriate processes and procedures in place for receiving and considering information regarding incidents, hazards and risks, responding to that information and disseminating that information amongst Resolute;
- seek continuous improvement in health and safety, security, environmental and community performance, taking into account developing knowledge and technology, management practices and community expectations;
- train and ensure individual Personnel and contractors understand their obligations and are held accountable for their area of responsibility;
- communicate and consult openly with Personnel, contractors, government and the community on health and safety, security, environment and community issues; and
- develop risk management systems to identify, assess, monitor and control hazards in the workplace.
- and control hazards in the workplace.

### 1.3 Generally

The Committee may be requested by the Board to perform other related tasks to the above functions.

## 2. Governance

### 2.1 Establishment of the Committee

The Committee is established under the authority of the Board.

The composition, terms of reference, functions and procedures of the Committee may be amended from time-to-time by the Board including on recommendation of the Committee.

The Committee should be of sufficient size and independence to discharge its mandate effectively, including appropriate diversity of membership to avoid entrenching unconscious bias.

### 2.2 Membership of the Committee

The Committee will comprise:

- the CEO;
- at least one non-executive Director;
- the CFO;
- the COO; and
- such other executives that are responsible for the health and safety, security, environmental and community performance of Resolute as nominated by the CEO from time-to-time.

The Chair of the Committee will be the CEO.

The Committee may invite observers to attend its meetings at the discretion of the Committee.

## 3. Definitions

**Board** means the board of directors of RSG.

**CEO** means the chief executive officer of RSG.

**CFO** means the chief financial officer of RSG.

**Committee** means RSG's Sustainability Committee as described in section 1.1 of this Charter.

**Constitution** means the constitution of RSG.

**Director** means a director of RSG.

**Employee** means an employee of, or consultant to, Resolute.

**Personnel** means all Directors and Employees.

**Resolute** means RSG and its subsidiaries and related entities.

**RSG** means Resolute Mining Limited ACN 097 088 689.

## 4. Related documents

- Board Charter.
- Constitution.

## 5. Approval and review

This document is to be reviewed annually by the Safety, Security and Environment Committee and the Board.

Version	RIGS Document Category	Date	Status	RIGS Document Owner	Reviewer	Approver	Approval Date
1.0	Board	25/10/2018	Initial issue	<b>Amber Stanton</b> <i>General Counsel &amp; Company Secretary</i>	<b>John Welborn</b> <i>Managing Director &amp; CEO</i>	<b>Martin Botha</b> <i>Chair</i>	25/10/2018
2.0	Board	21/02/2019	Reviewed	<b>Amber Stanton</b> <i>General Counsel &amp; Company Secretary</i>	<b>John Welborn</b> <i>Managing Director &amp; CEO</i>	<b>Martin Botha</b> <i>Chair</i>	21/02/2019
3.0	Board	18/03/2019	Amended	<b>Amber Stanton</b> <i>General Counsel &amp; Company Secretary</i>	<b>John Welborn</b> <i>Managing Director &amp; CEO</i>	<b>Martin Botha</b> <i>Chair</i>	18/03/2019
4.0	Board	19/02/2020	Reviewed	<b>Amber Stanton</b> <i>General Counsel &amp; Company Secretary</i>	<b>John Welborn</b> <i>Managing Director &amp; CEO</i>	<b>Martin Botha</b> <i>Chair</i>	19/02/2020
5.0	Board	25/06/2020	Amended	<b>Amber Stanton</b> <i>General Counsel &amp; Company Secretary</i>	<b>John Welborn</b> <i>Managing Director &amp; CEO</i>	<b>Martin Botha</b> <i>Chair</i>	25/06/2020