



Oil Search

A large, abstract green graphic element on the right side of the page, consisting of two overlapping, curved shapes that resemble a stylized leaf or a drop. The top shape is a lighter shade of green, and the bottom shape is a darker shade. They both curve downwards and to the left, meeting at a point.

Health, Safety and Sustainability Committee Charter

Oil Search Limited and its subsidiaries

Document Control

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Section	Revision	Date	Reason for issue	Owner	Approver	Endorsed
NA	1	5/11/2013	Initial Committee Charter - Adopted	HSS Committee	HSS Committee	Board
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2.2 Sustainability	3	20/10/2016	Annual Review	HSS Committee	HSS Committee	Board
1.0, 2.2, 2.3	4	12/04/2017	Address identified gaps, and minor policy consistency adjustments	HSS Committee	HSS Committee	Board
1, 2.2, 2.3, 3.0, 3.1, 5.0	5	13/12/2017	Minor amendments to make certain aspects more explicit	HSS Committee	HSS Committee	Board



Section	Revision	Date	Reason for issue	Owner	Approver	Endorsed
3. Composition	6	12/12/2018	Annual review by Board, including adding reference to Independent Committee Members at Section 3	HSS Committee	HSS Committee	Board



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1.0 ROLE

The purpose of the Health, Safety and Sustainability Committee (the Committee) is to assist the Board to monitor material issues, risks and performance of the Company in respect of health, safety and social responsibility matters, including climate change and human rights.

The role of the Committee is to oversee the strategies and processes adopted by management in these areas and to review whether the Company's performance is in accordance with the Board's policies and expectations.

The Committee will consider and recommend to the Board any changes to the Company's policies in relation to health, safety and social responsibility, including climate change, human rights, and environmental performance, which are necessary or desirable in light of changes in laws and regulations, community expectations, industry benchmarks or other circumstances.

'Social Responsibility' has the broad meaning referred to in the Company's Social Responsibility Policy, and may be used interchangeably with the term 'sustainability'.

This charter should be read in conjunction with the Board Charter.

2.0 DUTIES AND RESPONSIBILITIES

2.1 Health and Safety

Review and monitor the performance of the Company in respect of the health and safety of its employees and contractors (including security aspects) against the Company's policies and standards, applicable regulation and industry benchmarks.

Review and monitor the Company's practices and systems in respect of health and safety.

Review reports on the causes and implications of material health and safety incidents, system failures or issues in the Company's operations or in relation to the operations of other industry participants.

Review and monitor the Company's performance in respect of employment/workplace practices, including against the terms of its Human Resources Policy and guidelines, excluding those responsibilities delegated to the Remuneration and Nominations Committee.

Consider any emerging trends and issues relevant to the Company's operations in relation to health and safety, including process safety.

2.2 Social Responsibility

Review and monitor the performance of the Company with regard to social responsibility, including its impact on, and interactions with, the communities and environments in which the Company operates.

Review the Company's social responsibility performance against its Social Responsibility (and related) Policies and approved Corporate Social Responsibility Strategy. Review and approve the Corporate Social Responsibility Strategy, Climate Strategy, and Human Rights related strategies.

Review, and assist management to identify applicable risks and issues in social responsibility, including climate change, environment, and human rights considerations, in relation to the Company's operations in relevant countries, and emerging societal trends and issues.

Review and monitor the Company's provision of health services and sustainable development investment and other benefits to communities, including the contribution of the Oil Search Foundation to the Company's objectives.

Review the Company's annual Social Responsibility Report.

Review the Company's compliance with any commitments to international social responsibility frameworks, agreements or initiatives which the Company may enter into from time to time.

Review any material NGO activity, adverse media or other comment about the Company from a social responsibility perspective and report the views of the Committee to the Board.



2.3 Operations Risks

Review the potential risks in the Company's operations in relation to health, safety, process safety, climate change, environment, human rights and other social responsibility related matters and any relevant incidents.

Review operations audit findings and similar investigations such as aviation and well integrity investigations. If necessary, recommend changes in operational practices or processes arising from those audits or investigations to the Board or management.

Review the Company's compliance with laws and regulations applicable to its operations in relation to health, safety, security, climate change, environment, human rights and other social responsibility related matters and any breaches or potential breaches of laws and regulations.

Review and make recommendations to the Audit and Financial Risk Committee and/or to the Board in respect of annual reporting and disclosures in relation to material Committee matters, such as but not limited to climate change risk.



3.0 COMPOSITION

The Health, Safety and Sustainability Committee will consist of at least three non-executive members of the Board of directors, the majority being independent.

In addition to the non-executive members of the Board of directors, the Committee will from time to time have Independent Committee Members.

Other Directors of the Board may attend committee meetings and will request copies of Committee Papers.



4.0 MEETINGS

The Committee must meet at least three times a year.

Any Committee member may call a meeting of the Committee.

A notice confirming the date, time, venue and agenda must be forwarded to each member of the Committee at least a week prior to the date of the Committee meeting. The notice must include all relevant supporting papers for the agenda items to be discussed.

The Chairman of the Committee will report the deliberations of each meeting of the Committee to the Board at the subsequent Board meeting.

Where practicable, copies of agreed minutes of Committee meetings will be circulated to all Directors.

The quorum consists of at least three Committee members present either in person or by telephone or video link.

The Group Secretary or a delegate of the Group Secretary will attend Committee meetings and act as secretary of the Committee.

The Committee may invite any executive or senior management team members or other individuals to attend meetings of the Committee as it sees appropriate.



5.0 RESOURCES

The Committee will have access to all internal and external resources and advisors it considers necessary to carry out its duties, and may meet with advisors without the presence of management.

All external advisers assisting the Committee will take direction from and report to the Managing Director.



6.0 DURATION

This Charter will be reviewed annually by the Committee and the Board.