

RYMAN HEALTHCARE LIMITED

BOARD HEALTH, SAFETY AND WELLBEING SUB COMMITTEE – TERMS OF REFERENCE

Composition

The following roles form the Board Health, Safety and Wellbeing Sub Committee:

- a. At least three Directors – one to be Chair for the committee
- b. CEO as a Director of all Ryman Group Subsidiaries
- c. CFO as a Director of all Ryman Group Subsidiaries
- d. Others by invitation

Any director is entitled to attend meetings of the Sub Committee

Responsibilities

Key responsibilities of the Sub Committee include:

- a. Review and recommend the Health, Safety and Wellbeing strategy to the Board for approval.
- b. Review, monitor and make recommendations to the Board on the organisation's Health and Safety risk management framework and policies to ensure that the organisation has clearly set out its commitments to manage Health, Safety and Wellbeing matters effectively. This includes the identification and suitable monitoring of its principal risks.
- c. Review high actual or potential risk rated Health, Safety and Wellbeing related events and consider appropriate actions to minimise the risk of recurrence.
- d. Review and make recommendations for Board approval on strategies for achieving Health, Safety and Wellbeing objectives through oversight of the business' major project or other improvement plans.
- e. Review and recommend for Board approval targets for Health, Safety and Wellbeing performance (lead and lag) and assess performance against those targets.
- f. Make recommendations to the Board regarding the appropriateness of resources available for operating the Health, Safety and Wellbeing management systems and programmes.
- g. Consulting with external advisors (including Health and Safety Advisors, and Legal Advisors) in relation to Health, Safety and Wellbeing matters, where required, for advice or assistance.
- h. Monitor compliance with Health, Safety and Wellbeing policies and relevant applicable law through oversight of major assurance functions conducted across the business.
- i. Monitor that the systems used to identify and manage Health, Safety and Wellbeing risks are fit-for-purpose, being effectively implemented, regularly reviewed and continuously improved. This includes properly and regularly informing and updating the Board on matters relating to Health, Safety and Wellbeing risks.

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- j. Any other duties and responsibilities which have been assigned to it from time to time by the Board.

Authority

- a. The Sub Committee has complete access to the organisation's Senior Executive Team through the Sub Committee Chair and CEO at any time.
- b. The Sub Committee has the authority of the Board to obtain any information and to investigate any matter within its terms of reference.
- c. The Chair of the Sub Committee has the authority of the Board to obtain independent legal or other professional advice and research and generally to engage such advisors and involve such consultants (at the expense of the organisation) as the Sub Committee considers necessary to carry out its responsibilities.
- d. The Sub Committee does not have the authority to make a decision in the Board's name or on its behalf. The committee will make recommendations to the Board on all matters requiring a decision.

Meetings

Meetings will take place quarterly.

An agenda is set to ensure pertinent elements of Ryman's Health, Safety and Wellbeing Management System are reviewed each meeting.

Minutes

Minutes shall be recorded for each Meeting and distributed to all Directors and meeting attendees unless otherwise stated.