



BELLEVUE GOLD

Health, Safety and Sustainability Committee Charter

Approved by the Board with effect 29 August 2021

Constructed/Reviewed by:	Company Secretary
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Table of Contents	Page
1. Introduction	3
2. Role	3
3. Membership.....	4
4. Meetings and administration	4
5. Responsibilities	5
6. Authority	6
7. Reporting to the Board	7
8. Review	7
9. Associated Documents	7

 BELLEVUE GOLD	Doc name: Health, Safety and Sustainability Committee Charter		Doc type: Corporate Governance Policy
	D/C: BGL-POL-CGP-014		Status: Approved
	Doc owner: Company Secretary	Effective date: 29 August 2021	Page 2 of 7

1. INTRODUCTION

Bellevue Gold Limited (**Company**) is committed to conducting its business ethically and in accordance with its core principles of safe and sustainable development, taking into account the needs of future generations, and integrating health, safety, and sustainability (eg environmental, social, governance and people) considerations into all aspects of its decision making.

The board of directors of the Company (**Board**) has established a Health, Safety and Sustainability Committee (**Committee**) and adopted this charter (**Charter**) which details the role, responsibilities, composition, structure and membership of the Committee.

In determining these standards, the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (as amended from time to time) (**ASX Corporate Governance Principles**), the Sustainability Accounting Standards Board's Metals and Mining Sustainability Accounting Standard (**SASB Standard**), the World Gold Council's Responsible Gold Mining Principles (**RGMPs**), the Global Reporting Initiative standards (**GRI Standards**), the recommendations from the Task Force on Climate-related Financial Disclosure (**TCFD Recommendations**), the recommendations from the Australian Institute of Company Directors (**AICD Recommendations**) and **ISO 45001:2018** (Occupational health and safety management systems) have been referred to.

2. ROLE

The role of the Committee is to monitor, review and make recommendations to the Board with regards to the Company's health, safety and sustainability strategies, processes and considerations in line with the Company's values to:

- (a) ensure workplace health and safety;
- (b) minimise and manage environmental (including climate change) risks and impacts, whilst optimising environmental opportunities;
- (c) demonstrate community and social responsibility;
- (d) promote sound business ethics, and fair and ethical dealings with stakeholders;
- (e) promote sustainable actions for the Company;
- (f) achieve the Company's long-term health, safety and sustainability strategic goals; and
- (g) support the Company's culture and diversity, consistent with the Company's Statement of Values and Diversity Policy.

The Committee is accountable to the Board, which retains ultimate responsibility for the Company's activities. The Committee has no decision making authority unless delegated by the Board from time to time.

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	D/C: BGL-POL-CGP-014		Status: Approved	
	Doc owner: Company Secretary	Effective date: 29 August 2021	Page 3 of 7	

3. MEMBERSHIP

The Committee will comprise:

- (a) at least three members; and
- (b) an independent Non-Executive Director as Chair; and
- (c) members with sufficient experience and appropriate skills in health, safety and sustainability (eg environmental, social, governance and people) matters to allow them to discharge the Committee's mandate effectively.

The Board may appoint additional members to the Committee or remove and replace members of the Committee by resolution. A Committee member will automatically cease to be a Committee member upon ceasing to be a Director or employee of the Company.

4. MEETINGS AND ADMINISTRATION

The Committee will meet as frequently as required to undertake its role effectively, and in any event, at least three times per year.

Two members of the Committee shall comprise a quorum and decisions are to be decided by a unanimous vote of members present and entitled to vote. Where decisions are not unanimous, the decision is to be determined by the Board.

The Company Secretary will be the secretary of the Committee and will act as the principal liaison between Executive Management and the Committee.

The Committee may invite other persons to attend meetings, if considered appropriate by the Committee Chair, for example Executive Management, external consultants or specialists. All Directors have a standing invite to attend for all or part of the meetings of the Committee if they wish.

The Committee shall ensure:

- (a) each member of the Committee is given reasonable notice of every Committee meeting;
- (b) the Committee Chair calls a meeting of the Committee if requested by any Committee member, the Managing Director or the Company Secretary;
- (c) formal minutes of each Committee meeting are taken by the Company Secretary; and
- (d) any person who has a material personal interest in a matter being considered by the Committee is not present at a meeting of the Committee when that matter is being considered.

 BELLEVUE GOLD	Doc name: Health, Safety and Sustainability Committee Charter		Doc type: Corporate Governance Policy	
	D/C: BGL-POL-CGP-014		Status: Approved	
	Doc owner: Company Secretary	Effective date: 29 August 2021	Page 4 of 7	

5. RESPONSIBILITIES

The Committee shall assist the Board to satisfy its responsibilities to the Company's stakeholders regarding health, safety and sustainability matters (including with regards to policies, procedures, reporting mechanisms and incident investigations) and facilitate awareness of Company health, safety and sustainability practices.

To achieve this objective, the Committee shall review, monitor and make recommendations to the Board regarding health, safety and sustainability matters, such as:

- (a) the Company's health, safety and sustainability culture to drive accountability and responsibility for delivering required outcomes;
- (b) the Company's health, safety and sustainability strategies, and any health, safety and sustainability targets that are proposed by management, taking into account any external and internal changes, and the Company's corporate strategy;
- (c) effectiveness of the Company's Health and Safety Policy, Sustainability Policy, Equal Employment Opportunity and Diversity Policy and other related policies, frameworks and procedures in achieving the Company's health, safety, sustainability and diversity strategies. This shall be reviewed on at least an annual basis;
- (d) health, safety and sustainability related key performance indicators for the purposes of incentives;
- (e) the risk management framework, and risk and opportunity appetite, set by the Board, in relation to health, safety and sustainability, including material risks and opportunities, and any new and emerging sources of risks and risk controls;
- (f) the Company's healthy, safe and sustainable business practices (including climate change, greenhouse gas emissions, air quality, energy, water, waste, biodiversity, community relations, business ethics, transparency, mine closure, human rights and engaging with Traditional Owners and protection of Aboriginal cultural heritage) and its performance against targets;
- (g) the training opportunities, instruction and equipment provided to employees and promotion of regulatory awareness to enable work in a manner that is healthy, safe and sustainable for workers and their colleagues (including reducing our impact on external stakeholders);
- (h) major health, safety and sustainability (eg environmental, social and governance) incidents and incident investigations;
- (i) the presentation of the Company's health, safety and sustainability performance in significant public statements and reports (including but not limited to the Sustainability Report, Annual Report and annual Corporate Governance Statement), in accordance with appropriate disclosure frameworks, including health, safety and sustainability targets and indicators, and progress of projects and initiatives which support the delivery of the Company's health, safety and sustainability strategies;

 BELLEVUE GOLD	Doc name: Health, Safety and Sustainability Committee Charter		Doc type: Corporate Governance Policy	
	D/C: BGL-POL-CGP-014		Status: Approved	
	Doc owner: Company Secretary	Effective date: 29 August 2021	Page 5 of 7	

- (j) compliance with health, safety and sustainability legislative requirements and compliance reports including review and sign-off by Directors to meet legislative requirements;
- (k) relevant regulatory, sector and societal changes, initiatives and trends in relation to health, safety and sustainability;
- (l) any corporate investment and divestment actions to ensure that they are aligned to the Company's Sustainability Strategy. These may include, but are not limited to actions such as mergers, acquisitions and liabilities;
- (m) review projects and initiatives which support the delivery of the Sustainability Strategy;
- (n) diversity and culture within the Company and the effectiveness of initiatives to foster diversity and instil and reinforce a culture that is consistent with the Company's values;
- (o) considering financial investments in sustainability measures, such as community investment and philanthropic commitments and donations;
- (p) setting measurable objectives in respect of sustainability targets (such as in relation to climate change) throughout the Company and ensure progress against these objectives is assessed and reported on an annual basis; and
- (q) setting measurable objectives in respect of gender diversity throughout the Company and ensure progress against these objectives is assessed and reported on an annual basis.

The Board may from time to time delegate other responsibilities and functions to the Committee.

6. AUTHORITY

The Committee is generally authorised (within the scope of its responsibilities) to:

- (a) consult with and seek any information from any Director or employee of the Company, or any external party;
- (b) access the Company's information and reports;
- (c) at the Company's expense, appoint, consult with and seek any advice from the Company's external advisors;
- (d) investigate any matters within the Committee's scope of responsibilities, or other matters when requested by the Board; and
- (e) require the attendance of any Director or employee of the Company at a Committee meeting.

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	D/C: BGL-POL-CGP-014		Status: Approved	
	Doc owner: Company Secretary	Effective date: 29 August 2021	Page 6 of 7	

7. REPORTING TO THE BOARD

The Committee Chair (or a person nominated by the Committee Chair for that purpose) must report to the Board at its next meeting on all material matters and recommendations relevant to the Committee's duties and responsibilities. Where any Committee member has a contrary view to a Committee decision, that view is to be reported to the Board.

8. REVIEW

This Charter will be reviewed by the Board annually, to ensure that it continues to reflect the letter and spirit of all applicable laws and regulations and the Company's commitment to its staff and the community.

9. ASSOCIATED DOCUMENTS

Board Charter

Board Skills Matrix

Equal Employment Opportunity and Diversity Policy

Health and Safety Policy

Statement of Values

Sustainability Policy

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	D/C: BGL-POL-CGP-014		Status: Approved	
	Doc owner: Company Secretary	Effective date: 29 August 2021	Page 7 of 7	