

G8 Education Limited

ABN 95 123 828 553

Safety Committee Charter

Last Review Date *December 2025*

Next Review Date *December 2027 (Safety Committee/Board)*

1. Purpose

This Charter sets out the authority, objectives, responsibilities, composition and operation of G8 Education Limited's (the **Company**) Safety Committee (**Committee**).

The Committee is a committee of the Company's Board ('Board') established pursuant to the constitution of the Company.

2. Authority

The Committee is authorised by the Board to:

- investigate any activity within this Charter;
- review, advise and make recommendations to the Board with respect to developing policy and monitoring corporate activity within the scope of its responsibilities; and
- obtain advice from external consultants or specialists in relation to safety and related matters.

3. Objectives

The primary function of the Committee is to discharge its responsibilities in Section 4 and, in doing so, it will assist the Board to:

- provide independent assistance and assurance to the Board to ensure effective governance and oversight of child safety and work, health and safety obligations (together, "**Safety**");
- review the requirements under relevant regulation including the National Quality Framework (NQF), the National Law and Regulations and the 10 National Principles for Child Safe Organisations, work health and safety legislation and any other applicable legislation or regulation relevant to Safety;
- embed a Safety culture and behavioural Safety framework;
- support the Company to work towards a proactive Safety culture;
- regularly assess and monitor whether or not the Company has in place the appropriate policies, standards and resources required to meet the Company's objectives, the National Quality Framework (NQF), the National Law and Regulations and the 10 National Principles for Child Safe Organisations, Work Health and Safety Legislation and any other applicable legislation or regulation relevant to Safety;
- monitor the Company's management of risks as they relate to Safety, including compliance with statutory and regulatory requirements; and
- advise and make recommendations to the Board on Safety matters and issues.

4. Responsibilities

The Committee's responsibilities include, but are not limited to the matters set out in this Section 4:

- provide oversight of the Company's Safety systems, oversee Safety governance and assurance and make recommendations to the Board as required;
- advise the Board on the development, design and effectiveness of the Company's Safety governance systems and framework;
- review and make recommendations to the Board in relation to Safety-related policies requiring Board approval under the Company's governance framework;

- review and provide oversight of the Company’s training regarding Safety matters, including the adequacy of resources and processes to support training and the effectiveness of that training;
- ensure that periodic reviews of the Company’s Safety performance are conducted and report the findings of such reviews to the Board and monitor the progress of and responses to these reviews;
- in respect of any internal audits to be conducted regarding Safety matters, the Committee will make recommendations to the Audit and Risk Management Committee in respect of the scope of the internal audit, and will review and provide feedback to the Audit and Risk Management Committee regarding the outcomes and actions arising from the internal audit;
- monitor the Company’s Safety performance against and compliance with statutory and regulatory requirements and Company policy;
- set and monitor progress against annual Safety performance objectives to drive continuous improvement in Safety;
- monitor the Company’s response to regulatory compliance actions requiring Board oversight; and
- monitor the management and investigation of Safety incidents (as defined in the Company’s Incident Management Framework).

5. Size, Composition and Administration

Membership

The Committee should be of sufficient size, independence and expertise to conduct its duties effectively. Initially, the Committee will be composed of:

- at least two independent non-executive directors appointed by the Board to the Committee;
- the CEO and Managing Director;
- the Chief Legal, Quality and Risk Officer;
- the Chief People Officer; and
- the Chief Operating Officer.

In addition, up to two external members may be appointed by the Board to the Committee on such terms as may be approved by the Board from time to time.

Chair

The Board shall appoint the Chair of the Committee who is:

- an independent Director; and
- a member of the Committee.

The Chair of the Committee must not be the Chair of the Board. Should the Chair of the Committee be absent from any Committee meeting, the members of the Committee present at that meeting shall appoint one of them to be Chair of that meeting.

Attendance by Other Directors

Other members of the Board are entitled to attend Committee meetings but will not be entitled to vote on any matter being considered by the Committee.

Secretary

The Secretary of the Committee is the Company Secretary. The Secretary of the Committee will be responsible, in conjunction with the Chair of the Committee, for determining the agenda for each meeting.

6. Meetings

Frequency

For the first 12 months following its establishment, the Committee will meet at least bi-monthly. Thereafter, the Committee will meet as frequently as required but not less than four times a year.

The Committee may call such additional meetings as the Chair of the Committee decides are necessary for the Committee to fulfil its responsibilities.

Minutes of meetings

The Secretary of the Committee will be responsible for keeping and circulating the minutes of Committee meetings.

Minutes shall be distributed to all Committee members after the Chair of the Committee has given preliminary approval.

The minutes of Committee meetings will be approved by the Committee and signed by the Chair of the Committee.

Copies of the minutes of each Committee meeting will be included in the papers for the next Committee meeting after each meeting of the Committee.

Meeting attendance

The Committee may invite other people or employees to attend meetings when necessary.

Committee members or any invitees must not be in attendance during Committee meeting discussions regarding matters where they have a personal interest or a conflict of interest is deemed to exist.

Quorum and resolutions

A quorum will comprise any two Committee members, one of which must be a non-executive director.

The Committee may delegate authority to subcommittees of the Committee.

7. Reporting to the Board

The Committee shall regularly report to and make any appropriate recommendations to the Board at the next Board meeting following each Committee meeting.

8. Access and Advice

The Committee may seek any information it requires from any employee (who are directed to cooperate with any request made by the Committee) and has the right to seek explanations and additional information from Management and internal or external auditors (with or without Management present).

If necessary or desirable, the Board authorises the Committee to:

- obtain, at the expense of the Company, independent expert advice and to arrange for attendance at meetings of outside parties with relevant experience and expertise if it considers necessary to assist the Committee in carrying out its responsibilities; and
- invite members of Management, internal audit (if any), representatives of the external auditor and/or other external advisors to be present at the meetings of the Committee.

The Committee will have appropriate resources to discharge its duties and responsibilities, including engaging counsel, accountants or other experts such as external remuneration consultants to provide information to the Committee.

9. Assessment and Evaluation of the Committee

The Committee will review its performance annually having regard to the Committee's objectives and responsibilities under this Charter.

10. Access to the Charter

This Charter is available on the Company's investor website at: <https://g8education.edu.au/investor-information/corporate-governance> or by contacting the Registered Office.

11. Review of the Charter

The Committee will review this Charter every two years and the Charter may be amended by resolution of the Board.