

# BRICKWORKS

Brickworks Limited

## Sustainability Committee Charter

### 1. **Introduction**

The Board of Directors (the **Board**) of Brickworks Limited (**Brickworks** or the **Company**) has resolved to establish a Sustainability Committee of the Board (the **Committee**).

### 2. **Purpose**

The Board has approved this Charter, which prescribes the roles and responsibilities, composition, structure and membership requirements for the Committee.

### 3. **Role**

The primary role of the Committee is to assist the Board in fulfilling its responsibilities by overseeing, monitoring, reviewing and reporting to the Board with respect to the Company's practices and governance in the following areas (**Sustainability Areas**):

- Oversee the Group Sustainability Strategy
- Our Response to Climate Change and Decarbonisation
- Biodiversity
- Human Rights in the Supply Chain
- Cultural Heritage Protection
- Community

The Committee's role is to oversee the systems, policies and processes to achieve the Group's sustainability objectives and monitor sustainability risks.

The Board oversees the balance of the Group's people objectives, including diversity, and workplace health and safety matters.

### 4. **Authority**

The Committee is authorised to perform activities within the scope of responsibilities set out in this Charter and to make appropriate recommendations to the Board.

The Committee will have unrestricted access to Brickworks' senior management and company records as required.

The Committee may obtain any independent legal or other professional advice it considers necessary to execute its responsibilities.

### 5. **Composition**

#### 5.1. **Membership**

The Committee will comprise a minimum of three directors. Appointments and revocations of appointments to the Committee will be determined by the Board. The composition of the Committee and its performance will be reviewed annually by the Board and the Committee to ensure an appropriate balance of expertise, skills and experience.

No executive directors will be appointed to the Committee. A majority of Committee members will be independent directors as assessed by the Board.

## 5.2. **Chair**

The Committee Chair will be an independent director, appointed by the Board from the Committee's members and will not be the Chair of the Board.

## 5.3. **Company Secretary**

The Company Secretary will be the Secretary of the Committee.

## 6. ***Duties and Responsibilities***

The Committee has the following duties and responsibilities:

### 6.1. **Sustainability strategy**

- Oversee development of the Group sustainability strategy, monitor its execution and review its effectiveness to ensure it is consistent with the Group's business strategy and objectives, supports Brickworks' values and addresses material sustainability risks facing the Group.
- Periodically review the Group's materiality thresholds, sustainability commitments, goals and strategy.
- Oversee the reputational impacts of Brickworks' sustainability strategies policies and initiatives and monitor external developments.

### 6.2 **Climate**

Oversee development of climate strategy, monitor the execution of this strategy and review the effectiveness of the climate strategy, policies, frameworks and initiatives designed to address climate change and the minimisation of the Group's impact on the environment.

### 6.2. **Human Rights in the Supply Chain**

Oversee development, monitor execution and review the effectiveness of strategies, policies, frameworks and initiatives relating to human rights, including modern slavery and the responsible sourcing program.

### 6.3. **Cultural Heritage**

Oversee development, monitor execution and review the effectiveness of the Group's approach to Cultural Heritage Protection, frameworks and initiatives.

### 6.4. **Community**

Monitor the Group's community engagement activities and giving programmes to ensure they are directed towards opportunities for the development and well-being of the communities in which we work and live.

### 6.5. **Reporting and Disclosure**

The Committee will also:

- oversee and make appropriate recommendations to the Audit and Risk Committee (ARC) on the transition to disclosure and the reporting framework under the Australian Sustainability Reporting Standards made by the Australian Accounting Standards Board;
- review and make appropriate recommendations to the ARC on the Group's Sustainability Report and/or disclosures on climate-related plans, financial risks and opportunities; and

- review and make appropriate recommendations to the Board on the annual Modern Slavery Statement.

## 6.6. **Governance**

Monitor ESG perspectives from external stakeholders and the sustainable investment landscape.

## 6.7. **Other matters**

Conduct or authorise any reviews, special projects or investigations into any matters within the Committee's charter or as may be requested from time to time by the Board.

## 7. **Meetings**

The Committee will meet three times a year and at such additional times as the Committee Chair or any member of the Committee may request. A quorum is a majority of Committee members.

Directors who are not members of the Committee will have a standing invitation to attend each Committee meeting, subject to exclusion as deemed appropriate by the Committee Chair from time to time.

Management and external advisers may be invited by the Committee Chair to attend part or all of a meeting. The Committee may ask management to present at Committee meetings on issues relevant to the Committee's duties and responsibilities.

Committee papers, reports and minutes of each Committee meeting will be circulated to all directors.

## 8. **Training**

The Committee members will participate in a program of induction and ongoing training and development, with the objective of enabling Committee members to:

- acquire knowledge of climate, supply chain, cultural heritage and community legal and regulatory requirements that are material to the Group;
- seek to understand the climate, supply chain, cultural heritage and community risks and opportunities that are material to the Group;
- review and evaluate Group climate, supply chain, cultural heritage and community performance; and
- gain an understanding of industry practice and emerging issues.

## 9. **Governance**

The Committee Chair or his/her nominee will report to the full Board on the proceedings of the Committee and make appropriate recommendations to the Board for decision.

From time to time, matters considered by the Committee may be relevant to the responsibilities of another Board Committee. The Committee Chair or his/her nominee and the Company Secretary will coordinate such cross-Committee discussions.

The Committee Chair may engage with shareholders from time to time on matters relating to the Committee's responsibilities. The Committee Chair will report to the Committee or Board following engagement activities.

## 10. **Review**

The Committee will conduct an annual review of its performance and effectiveness, which may form part of the overall Board effectiveness review.

The Committee will conduct a review of this charter every two years to ensure it remains consistent with the Board's objectives and responsibilities. The Committee must refer any recommended changes for decision to the Board.