



Crown Resorts Limited Occupational Health & Safety Committee Charter

Crown Resorts Limited ACN 125 709 953
A public company limited by shares

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1. Introduction and background

The role of the Occupational Health & Safety Committee is to monitor the application of the Crown Resorts Limited (the Company) Occupational Health & Safety Policy, which commits to protecting the health and safety of the people who work with the Company, and the people who visit and use the Company's facilities.

2. Composition of the Committee

2.1. Structure

The Committee will be comprised of a minimum of two directors to be nominated by the Board. At least one member of the Committee must be an independent director.

The Chairperson of the Committee will be nominated by the Board. If the Chairperson of the Committee is not present at a Committee meeting, the members present must elect one of themselves to Chair the meeting.

Unless otherwise nominated by the Board, the Company Secretary will act as secretary of the Committee.

The appointment of a Committee member will cease if that person ceases to be a director of the Company or as otherwise determined by the Board.

2.2. Compensation

The Chairperson and individual members of the Committee may be entitled to fees in addition to the directors' fees to which they are entitled, as may be determined from time to time by the Board.

2.3. Expertise

Members will have the skills and experience required to enable them to fulfill their duties and responsibilities as members of the Committee.

3. Duties, responsibilities and powers

3.1. Occupational health and safety systems and policies

The Committee will:

- identify occupational health and safety risks or exposures and liaise with senior management in relation to the same;
- review and recommend policies and procedures necessary to protect the health and safety of the people who work with the Company, and the people who visit and use the Company's facilities;
- promote and support continuous improvement in health and safety performance of the Company; and
- encourage and promote awareness of health, safety and welfare issues with senior management of the Company.

The Committee will perform the above on behalf of the Company and each of its wholly owned businesses.

3.2. Occupational Health & Safety Policy

The Committee will be responsible for reviewing and monitoring the application of the Company's Occupational Health & Safety Policy.

3.3. Engage external consultants

The Committee has the full authority of the Board to:

- (a) communicate and consult with external and internal stakeholders concerning the Company's occupational health and safety practices; and
- (b) appoint independent experts to provide advice on Crown's occupational health and safety practices.

3.4. Board reporting

The Committee will update the Board as required and make relevant recommendations in relation to matters arising for consideration by the Committee.

4. Proceedings

4.1. Meeting frequency

The Committee will meet at least four times a year and additionally as required.

4.2. Committee papers

Relevant documents to be considered at Committee meetings will be compiled and distributed by the Company Secretary to all Committee members as well as to any invitees to relevant Committee meetings.

4.3. Attendance at Committee meetings

The Committee may extend an invitation to any person to attend all or part of a scheduled Committee meeting. This invitation may extend to management attending future meetings. Only Committee members shall be eligible to vote.

4.4. Quorum

A quorum for a meeting of the Committee is two members.

4.5. Minutes

Minutes of proceedings and resolutions of meetings of the Committee and resolutions passed by members of the Committee without a meeting, are to be approved by the Committee (or in the case of written resolutions, tabled) at its next meeting.

Minutes of a meeting must be signed by the chair of the meeting within a reasonable time after the meeting at which the minutes are approved.

A resolution may be made if a document containing the relevant resolution is assented to by all Committee members eligible and willing to participate in the making of the resolution.

The resolution will be taken to have been passed when the document is last assented to by a Committee member. Where a Committee member has assented by means other than writing, that Committee member must sign the document containing the relevant resolution within a reasonable time after having provided their assent.

5. Amendment and review

The Committee must review this Charter on an annual basis to ensure it remains consistent with its objectives, the Constitution and existing regulatory requirements and recommendations. Any proposed changes must be referred to the Crown Board for approval.

Crown Resorts Limited
February 2019