

This Charter sets out the framework and responsibilities for the Sustainability Committee (Committee), which the Board of Select Harvests Limited has established in accordance with the Constitution of Select Harvests Limited (Company).

1. Roles and Responsibilities

- 1.1 Sustainability encompasses how Select Harvests conducts its business, now and in the future, a commitment to the community and social responsibility, making a positive impact on the environment, and maintaining Select Harvests reputation as one of Australia's leading agribusinesses. In the context of Select Harvests creating a sustainable business that delivers long-term investor value, the Committee will:
- (a) review and monitor Select Harvests sustainability strategy. Review the effectiveness of Select Harvests policies and initiatives.
 - (b) monitor strategies to ensure the risk of climate change on the business is managed and climate risk is considered in all current and future operations.
 - (c) oversee the implementation of policies and systems in support of Select Harvests sustainability strategy.
 - (d) monitor compliance with these policies and systems.
 - (e) monitor progress towards goals and initiatives for continued improvement assessed by reference to agreed targets and measures.
 - (f) review audits of Select Harvests performance (internal and external) and monitor actions being taken to address issues raised.
 - (g) review and monitor the policies and systems within Select Harvests for ensuring compliance with applicable laws and regulations associated with environmental and sustainability matters.

In addressing the above, the Committee will focus on one of the three key aspects as identified in the Select Harvests Strategy – Planet. Other Committees will deal with People and Profit.

- PLANET
 - 1) Water management and stewardship
 - 2) Climate change and energy (renewables)
 - 3) Carbon emissions reduction strategy
 - 4) Chemical and fertilizer management
 - 5) Waste & Resource Management including compost and recycling
 - 6) Resource Efficiency
 - 7) Sustainable Farm Management
 - 8) Bee Stewardship
 - 9) Biodiversity
 - 10) Supplier accreditation
 - 11) Human Health & Nutrition including Food Safety, Product Labelling & Quality
 - 12) Sourcing Sustainability

Other matters referred to the Committee by the Board

- (h) Consider any other matters referred to the Committee by the Board.

2. Delegated Powers of the Committee

- 2.1 The Board has delegated power to the Committee pursuant to the Company's Constitution in relation to:
 - (a) obtaining information and seeking advice from external consultants or specialists where the Committee considers that necessary or appropriate.

3. Committee Membership and Attendance

- 3.1 The Committee will comprise of:
 - (a) only non-executive directors, a majority of whom must be independent directors; and
 - (b) at least three members.

The Chair of the Committee will be an independent director (and not the Chair of the Board).
- 3.2 A standing invitation is issued to all non-executive directors who are not members of the Committee to attend meetings of the Committee.
- 3.3 The Committee Chair may extend an invitation to any person to attend all or part of any meeting of the Committee which it considers appropriate, including external advisers, and the following senior executives:
 - (a) the Managing Director.
 - (b) the Chief Financial Officer; and
 - (c) the General Manager Performance Improvement & Sustainability

4. Committee Meetings

- 4.1 The Committee is to meet as required by the Committee Chair, although it is intended that the Committee meet no less than three times in each year.
- 4.2 A quorum for a meeting of the Committee is two directors who are members.
- 4.3 The General Manager Performance Improvement & Sustainability will act as secretary of the Committee unless delegated to the Sustainability Manager.
- 4.4 The Chair of the Committee will report to the Board following each meeting of the Committee and a copy of the minutes of each meeting of the Committee will be made available to all Non-Executive Directors subsequent to each meeting via the Board portal.

5. Annual General Meeting

- 5.1 The Chair of the Committee will attend and be available to answer questions regarding the Biennial Sustainability Report at the Annual General Meeting of the Company.

6. Independent Advice

- 6.1 The Committee may obtain independent professional advice or engage independent advisers at the Company's expense as considered necessary to adequately discharge its relevant duties and responsibilities. The Company shall pay all administrative expenses of the Committee, incurred in fulfilling its duties and responsibilities.

7. Review and Assessment

- 7.1 The Committee will regularly assess its effectiveness with a view to ensuring that its performance accords with best practice. The Committee will ensure its members undergo ongoing training and professional development appropriate to ensure that all members are best placed to discharge the Committee's responsibilities.
- 7.2 The Committee will from time to time review the Charter, with a view to amending the Charter if necessary, to ensure that it meets best practice standards, complies with the ASX Corporate Governance Principles and Recommendations and meets the needs of the Company and the Committee.

Last Revised Date:	15 th March 2022
Date approved:	25 th of March 2022
Accountable:	Chair Sustainability Committee
Contact:	Company Secretary