

# STRATEGY COMMITTEE CHARTER

EQT Holdings Limited (ACN 004 031 298)

## ROLE OF THE COMMITTEE

1. The role of the Committee is to make recommendations to the board of EQT Holdings Limited ("the Company") in support of the Company's long-term strategy, through the identification and consideration of new business and growth opportunities which would lead to the Company's continued competitiveness, longevity, sustainability and profitability.

## SCOPE

2. The Committee focuses on real and emerging trends and opportunities across a broad spectrum of issues. The Committee actively reviews the Company's strategic direction, and considers potential avenues to advance the Company's performance.
3. The Committee's remit deliberately excludes those matters currently being pursued or managed through the Board and its committees.
4. The time horizon of the Committee's deliberations is 18 to 36 months.
5. The Board Risk Committee will also consider risk from a strategic perspective.

## AUTHORITY AND DELEGATION

6. The Committee is subject to the overall authority of the Company's board ("the Board").
7. The Committee has no decision making powers.
8. The Committee may only be dissolved by resolution of the Board.

## COMMITTEE SIZE AND COMPOSITION

9. The Committee comprises:
  - a. the Chair;
  - b. the Managing Director; and
  - c. the Chief Financial Officer.
10. External members may be appointed to provide specialist insight into topics to be considered by the Committee.
11. The Chair will be an independent director of the Board.
12. Member appointment, rotation and compensation for services is at the discretion of the Board.
13. The composition of the Committee should reflect a breadth of experience and diversity of views which will enable less constrained conventional consideration of future strategic issues.



## **OPERATION**

14. The Chair, the Managing Director and the Chief Financial Officer form a quorum.
15. The Committee will meet up to four times per year, most likely on a quarterly basis.
16. Minutes of all meetings of the Committee are to be kept and provided to each subsequent meeting of the Board.
17. The Committee will make its papers available to the Board and any director of the Board may attend a meeting.

## **CONFLICTS OF INTEREST**

18. At each meeting, Members are required to disclose any matters that may give rise to a potential or actual conflict of interest in relation to the Company's business.

## **POLICY ON INDEPENDENT PROFESSIONAL ADVICE**

19. The Committee may obtain information from Management and seek advice from external consultants or specialists. The Company will pay the reasonable expenses associated with obtaining such advice. Approval from the Board Chair is required prior to obtaining such advice.

## **PERFORMANCE MONITORING**

20. The Board will undertake an assessment of the Committee's performance at least annually.

## **REVIEW OF CHARTER**

21. This charter will be reviewed by the Board at least every two years.