

Health and Safety Committee

Term of Reference

Purpose

The purpose of the Committee is to oversee, and drive improved performance in, the strategies, policies, working practices and performance of the Group in relation to health and safety, ensuring these at least meet or exceed legal obligations, with the objective of promoting the well-being and safety of the Group's employees, its customers and others affected by the Group's activities.

The Committee's purpose helps drive the Group's "Safe and Secure" promise, which forms a key component of our business planning and is central to delivering our "Home for Success" purpose and our values, especially "keeping uS safe".

Membership and Quorum

The Committee shall be appointed by the Board and shall consist of a Chair, who shall be an independent Non-Executive Director, and at least three other Directors, two of whom shall be Non-Executive Directors and the third the Chief Executive. The majority of the Committee will be independent Non-Executive Directors. The quorum for a meeting of the Committee shall be any three of its members.

Secretary

The Company Secretary or Assistant Company Secretary of the Company shall act as Secretary to the Committee.

Attendance at Meetings

The Committee may invite executives or other persons to attend any meeting of the Committee as it may from time to time consider desirable to assist the Committee in fulfilling its role.

Frequency of Meetings

The Committee shall meet no less than three times a year and at such other times as the Chair of the Committee shall deem necessary.

Authority

The Committee is authorised by the Board to:

- investigate any activity within its terms of reference;
- seek any information it requires from any employee of the Company;
- obtain outside legal or independent professional advice and secure the attendance of outsiders with relevant experience and expertise to the extent considered necessary.

Roles and Responsibilities

The Committee shall:

- review and annually approve the Group's Health and Safety Policy;
- review the Group's strategies, procedures, working practices and performance regarding health and safety and recommend improvements as are considered appropriate;
- receive reports from the executive team as to health and safety performance throughout the Group including employee and student wellbeing, and specifically any major health and safety incidents, so as to ensure that management identify and implement any corrective action considered appropriate in order to achieve compliance and raise performance where required;
- ensure that all Directors are kept informed of their health and safety responsibilities and duties as necessary;
- ensure that it and the Board is kept abreast of any regulatory changes in relation to health and safety and the impact such changes may have on the business of the Group;
- monitor the resources applied by the Group in relation to health and safety and where appropriate receive reports from independent advisers;
- review the main risks faced by the Group in relation to health and safety; and
- review the Group's policies and performance in relation to occupational health.

Reporting

The Chair shall provide an update of each meeting to the subsequent Board meeting.

The Committee shall annually review its terms of reference and its own effectiveness and recommend any necessary changes to the Board.

The role and responsibilities of the Committee and the actions taken by the Committee to discharge those responsibilities shall be disclosed in the Annual Report. Such a report shall specifically include:

- a summary of the role of the Committee;
- the names of all members of the Committee during the period;
- the number of Committee meetings and attendance by each member; and
- the way the Committee has discharged its responsibilities.

The Chair of the Committee shall attend the AGM and shall answer questions, through the Chair of the Board, on the Committee's activities and its responsibilities.