

Safety, Health and Environment Committee Charter

Ivanhoe Australia Limited ACN 107 689 878 (**Company**)

MinterEllison

L A W Y E R S

AURORA PLACE, 88 PHILLIP STREET, SYDNEY NSW 2000, DX 117 SYDNEY
TEL: +61 2 9921 8888 FAX: +61 2 9921 8123
www.minterellison.com

Safety, Health and Environment Committee Charter

1. Objective

The objective of the Safety, Health and Environment Committee (**Committee**) is to ensure that the Company has established appropriate practices in the areas of safety, health and environmental management in all of its activities and appropriate compliance and reporting systems in these areas.

2. Duties and Responsibilities

The duties and responsibilities of the Committee are to:

- (a) monitor the compliance of the Company with its legal requirements in the areas of safety, health and environmental management;
- (b) ensure appropriate management reporting and control systems are in place to enable monitoring of compliance with such requirements;
- (c) assess the adequacy of the Company's response on issues of concern in the areas of safety, health and environmental management or material non-compliance with the applicable legal requirements in these areas;
- (d) assess compliance with, and review and ensure the appropriateness of, the Company's formal policies in the areas of safety, health and environmental management;
- (e) monitor world standards in the areas of safety, health and environmental management and make recommendations as to appropriate standards for the Company; and
- (f) review management recommendations in relation to industry trends in the areas of safety, health and environmental management.

3. Membership

The Committee shall be comprised of at least three Directors (or alternate Directors), at least two of whom shall be non-executive Directors (or alternate Directors).

4. Meetings

The Committee shall meet as required but in any event at least three times each year.
