



HEALTH AND SAFETY CHARTER

INTRODUCTION AND STATEMENT OF PURPOSE

This charter confirms governance support for SDL's commitment to maintaining and continuously improving a safe and healthy environment at all the Company's places of operation globally. This extends beyond a legal requirement and is considered an integral aspect of successfully operating SDL. We give priority to the health, safety and well-being of our employees, contractors and visitors. While health and safety focus is typically intended to reduce the risk of physical harm, SDL considers health as being physical **and** mental. SDL aims to exceed minimum statutory health and safety requirements for both and seeks to establish additional standards as needed.

This Charter is a commitment to ensuring that the Board and all levels of management and staff understand that nothing is more important than ensuring health and safety and that SDL endeavours to apply best practice in this regard. Health and safety must be a core component that permeates the philosophy and culture of SDL.

HEALTH AND SAFETY IS EVERYONE'S RESPONSIBILITY.

BOARD HEALTH AND SAFETY RESPONSIBILITIES

All Board directors commit to:

- ensure effective appropriate governance processes are in place to maintain oversight of Health and Safety;
- ensuring an Accident Register is in place and delegating to the CEO to implement and overview internal processes to accurately report and investigate accidents and overview implementation of any relevant learnings;
- ensure processes are in place for immediate reporting of serious incidents to the Board and regular reporting (at each Board meeting) of Health and Safety incidents;
- ensure managers are aware of this Charter and the Board's ongoing commitment to it; and
- the CEO will certify annually to the Board that to the best of his or her knowledge and on a best endeavours basis the Company's Health and Safety Policy has been materially complied with except as otherwise advised to the Board.



MANAGER HEALTH AND SAFETY RESPONSIBILITIES

All managers must:

- ensure health and safety is a priority and an important part of their job;
- have a high degree of health and safety awareness through:
 - knowing the potential hazards and risks at work;
 - knowing the relevant local and federal health and safety laws, regulations, codes of practice and industry standards in each of the jurisdictions in which they operate;
 - knowing about SDL's work instructions, rules, procedures and safe ways of working;
- ensure everyone is properly trained about risks, hazards and hazard prevention so people can work safely, including regularly communicating and updating about health and safety in staff meetings;
- have health and safety goals for their departments and areas of responsibility;
- actively monitor and review workplace health and safety goals, system effectiveness and processes to ensure continuous improvement in health and safety performance;
- consider effects on health and safety when planning for all new equipment installation or deployment and in any process reviews;
- work with staff members at all levels to encourage involvement and improve the workplace environment to ensure health and safety;
- ensure any contractors and sub-contractors to SDL have had appropriate training and are aware of and endorse SDL's approach to health and safety;
- ensure all visitors to the site are made aware of health and safety practices, including emergency and evacuation procedures;
- do everything feasibly possible to remove or reduce the risk of harm;
- ensure that staff members who travel on business are supported with the appropriate travel insurances, travel support processes and are aware of common practices for keeping safe while travelling and which are relevant to their destination;
- find out causes of incidents and injuries and institute process or procedures to prevent them from recurring;
- make sure all accidents and near misses are recorded in the Accident Register;
- support people who are injured as they get better and manage the process of coming back to work; and
- immediately report serious injuries to the Board of Directors and otherwise provide regular reports to the Board of Directors on health and safety incidents and performance.

EMPLOYEE HEALTH AND SAFETY RESPONSIBILITIES

All employees must:

- take responsibility for knowing about all the potential hazards and risks at work;
- undertake health and safety training and other specific training relevant to their roles and tasks;
- ensure the safety of themselves, their colleagues and people visiting their workplace;
- in cooperation with their managers, take responsibility for improving workplace safety and removing hazards that they identify;
- follow all work instructions, rules, procedures, equipment requirements and practice safe ways of working;
- report all hazards, accidents (including any pain and discomfort) and near misses;
- if injured at work, communicate with their manager on recovery progress and manage the process of coming back to work; and
- prior to travelling on business, familiarise themselves with the local health and safety practices in the countries and at the specific locations to be visited, and pay due care and attention to their personal wellbeing.

SDL maintains a Policy and Procedures Manual that has been provided to all staff and is also available on request from the CFO. This contains additional and more detailed information that will help staff understand their requirements and responsibilities. It is the responsibility of each staff member to ensure they are also familiar with the Policy and Procedures Manual and to refer any queries or issues to their manager in the first instance, or alternatively to the CFO.

SPECIFIC PRACTICE – DISCRIMINATION, HARASSMENT AND BULLYING

In this policy, discrimination and harassment have the definitions as set out in the Human Rights Act 1993 and the Employment Relations Act 2000. The bullying definition is from WorkSafe NZ's definition in their best practice guidelines (2014).

- **Discrimination:** Where a person is disadvantaged on the grounds of sex, marital status, religious belief, ethical belief, colour, race, ethnic or national origins, disability, age, political opinion, employment status, family status or sexualorientation.
- **Harassment:** Where a person is subjected to repeated inappropriate behaviour, direct or indirect, whether verbal, physical or otherwise, at the place of work and/or in the course of employment that:
 - expresses hostility against or intimidates or ridicules them; and
 - is unwanted, hurtful and offensive to the employee, and affects their performance or job satisfaction.

This is most commonly sexual or racial harassment (both specifically defined in Employment Relations Act) but can include other forms.

- **Bullying:** Unreasonable and repeated behaviour towards a person or group that creates a health and safety risk.
 - Repeated behaviour is persistent and can include a range of actions.
 - Unreasonable behaviour covers actions which a reasonable person wouldn't do in similar circumstances, including victimising, humiliating, intimidating or threatening a person. A single incident isn't considered bullying but can escalate if ignored.

Bullying includes cyberbullying -where technology (internet, mobile phone, digital camera etc.) is used as a means to bully. The Harmful Digital Communications Act 2015 sets out serious consequences if electronic communications are used with the intent to cause harm, and includes 10 communication principles, many of which relate specifically to harassing, discriminatory or bullying behaviour.

(Note: These terms are not mutually exclusive, so harassment and discrimination can be part of bullying.)

This part of SDL's Health and Safety charter looks to ensure all staff:

- understand SDL's commitment to a positive workplace and that unacceptable behaviour will not be tolerated under any circumstances;
- have access to the information and resources they need to better understand harassment, bullying and discrimination; and
- know how to raise a concern or complaint, and the options available to them.

SDL has procedures in place for making and managing complaints to ensure any complaint or query is treated confidentially, taken seriously and acted on promptly. SDL has a preference for appropriately tailored solutions (e.g. exploring low-key solutions before formal action is taken, where appropriate, or proceeding straight to a formal investigation if necessary). SDL will ensure the principles of natural justice are applied and all parties are treated fairly, and respected and supported through the process.

If an allegation of harassment, bullying or discrimination is proven through a formal employment investigation process, the behaviour may amount to misconduct or serious misconduct, and could result in disciplinary action up to and including summary dismissal.

Please note that SDL would not expect any negative consequence for a staff member making a complaint (known as victimisation). However, if a staff member raises a complaint that is found to be fictitious or vexatious, SDL may take disciplinary action against them.

This charter will be reviewed annually by the Board of Directors to ensure its continued relevance and appropriateness. An external review of the Company's Health and Safety practices and procedures should be undertaken as least every two years and the report provided to the Board.

This Policy was approved by the Board on 2 May 2019.