

SOCIAL IMPACT COMMITTEE CHARTER

Adopted by the Campbell Page Limited Board on 25 October 2019

Revised by the Campbell Page Limited Board on 9 May 2023

(ACN 120 363 635)

1 PURPOSE

The Social Impact Committee (**Committee**) is a standing committee of the Board of Directors (**Board**) of Campbell Page Limited (**Company**). The objective of the Committee is to support management to identify philanthropic funding opportunities that will alleviate uncertainty for projects and allow the Company to diversify its funding base.

The Committee's key responsibilities include:

- assisting the Board in attracting philanthropic or other third-party support for an agreed philanthropy strategy;
- assisting the Board to help secure funding for selected Community Services and Social Enterprise programs;
- assisting the Board to identify impact investing opportunities that are capable of attracting philanthropic or third-party support.

The Board is ultimately responsible for all the responsibilities listed below.

2. RESPONSIBILITIES

Identification, Assist in the Development, and Monitoring of Major Projects

2.1 The Committee will assist the Board to:

- a. assist the Company to diversify its income through philanthropic funding or impact investment;
- b. help identify projects that can attract philanthropic funding;
- c. assist in the development of the business case for those projects for Board approval;
- d. help management secure funding for such projects;
- e. monitor the progress of projects funded through philanthropy or impact investing;
- f. ensure that the project is compliant with the philanthropic funder or impact investor's terms and conditions; and
- g. monitor the alignment of projects with the Company's purpose.

Networking

2.2 The Committee members will leverage their networks of associates to identify, cultivate, and steward potential philanthropic funders.

3. STRUCTURE

Composition and Chair

3.1 The Committee will:

- a. consist of two Directors appointed by the Board and an external social impact expert representative (optional);
- b. have a Chair who has significant philanthropic experience;
- c. maintain a quorum of at least two members for all meetings; and
- d. utilise the Company Secretary, or other person nominated by the Chair of the Committee, who will:
 - take minutes of all meetings and proceedings of the Committee;
 - maintain records of Committee reports and recommendations; and
 - ensure the agenda and supporting papers are circulated at least five working days before the meeting.

Committee Procedures

3.2 The Committee will:

- a. meet four times a year;
- b. meet at the request of the Chair of the Committee or the CEO;
- c. enable members to meet by video or teleconferencing, or other means, if required;
- d. report its activities at the main Board meeting following the Committee meeting;
- e. invite the CEO, CFO, Head of Community Services, Social Enterprise Lead, and the Company Secretary to attend all or any part of any meeting of the Committee;
- f. review this Charter every two years, with any proposed changes recommended to the Board for approval; and
- g. perform a self-evaluation of the Committee against this Charter every two years.

4. RESOURCES

4.1 In carrying out its responsibilities, the Committee:

- a. will have unrestricted access to the CEO, Head of Community Services, and senior management; and
- b. may engage, at Campbell Page Limited's expense, independent counsel or other external advisors that the Committee deems necessary to carry out its responsibilities.

5. POWERS

5.1 The Committee will have no executive powers other than those delegated by the Board.