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## CONSTITUTION

The ESG Committee of Argosy Property Limited (Company) shall be a committee of the Board established by the Board.

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## OBJECTIVE

The objective of the Committee is to assist the Board in considering environmental, social and governance (ESG) matters. This will include monitoring the performance of the Company in relation to its ESG Framework.

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## MEMBERSHIP

The committee shall have a minimum of two members. All members must be directors and the majority must be independent directors.

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## SECRETARIAL AND MEETINGS

The secretary of the committee shall be appointed by the Board.

A quorum of members of the committee shall be two.

The committee may invite management including the Chief Executive Officer and the Chief Financial Officer as it considers necessary to provide appropriate information and explanations.

Reasonable notice of meetings and the business to be conducted shall be given to the members of the committee and all other members of the Board.

Directors who are not members of the Committee and employees may attend meetings of the Committee.

Any member of the Committee, the Chief Executive Officer, the Chief Financial Officer or the external auditors may request a meeting at any time if they consider it necessary.

Minutes of all meetings shall be kept.

The Committee shall be subject to both the Company's constitution and the requirements of this constitution, but shall otherwise be free to regulate its own procedure.

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## RESPONSIBILITIES

The responsibilities of the committee are as follows:

- Identify and consider ESG matters relevant to the Company and report to the Board as appropriate

- Identify and consider climate change risks arising from physical risks of climate change and risks arising from the transition to a low carbon economy
- Make recommendations on the Company's approach to ESG matters
- Oversee implementation of the Company's Environmental Policy and ESG Framework
- Review and report to the Board on the Environmental Policy and ESG Framework
- Review the ESG elements of the Company's annual and interim financial statements and recommend them to the Board for approval

In addition, the committee shall examine any other matters referred to it by the Board.

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## AUTHORITY

The committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees will be directed to co-operate with any request made by the committee. The committee is authorised by the Board to obtain, at the expense of the Company, outside legal or other independent professional advice and to arrange for the attendance at meetings, at the expense of the Company, of outside parties with relevant experience and expertise if it considers this necessary.

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## REVIEW OF THE COMMITTEE

The Committee shall regularly review its objectives and responsibilities and report to the Board. The Committee's constitution shall be reviewed by the Board biennially.

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## REPORTING PROCEDURES

The committee shall maintain direct lines of communication with the Chief Executive Officer, the Chief Financial Officer and with management generally. After each committee meeting the Chairman shall report the committee's findings and recommendations to the Board.

The minutes of all committee meetings shall be circulated to members of the Board and to such other persons as the Board directs.