

Perdaman Urea Liaison Stakeholder Committee (PULSC) Terms of Reference

1. Background

Perdaman Chemicals and Fertilisers Pty Ltd are the owners of Project CERES, which shall be one of the world's largest gas stream ammonia-urea plants. The plant is located within the Burrup Strategic Industrial Area, Burrup Peninsula, approximately 10 km from Dampier and 20 km north-west of Karratha on the Northwest coastline of Western Australia.

Saipem Clough Joint Venture (SCJV), are the exclusive Engineering, Procurement, and Construction (EPC) contractor for the development of the plant. The EPC contract is expected to be completed by mid-2027. Perdaman Chemicals and Fertilizers Pty Ltd will then take responsibility of the plant.

SCJV is committed to meeting with the Community and Stakeholders in accordance with our Community Engagement and Indigenous Participation Plan (CEIPP) and our Social Impact Management Plan (SIMP) through the establishment of the Perdaman Urea Liaison Stakeholder Committee (PULSC).

2. Role of the Perdaman Urea Liaison Stakeholder Committee (PULSC).

2.1 Purpose and Role

The PULSC has been established to measure the accountability of the Project's mitigation and management strategies as outlined in the Social and Environmental Impact Management Plans for the duration of the EPC contract. The committee will provide transparency, accountability and build positive relationships working together to leverage each member's expertise to facilitate communication, cooperation, and collaboration between SCJV, our Stakeholders and the Community.

2.2 Objectives

The objectives of the PULSC are:

- Provide community and business feedback on the project's social and environmental impact performance.
- Review the project's performance in meeting its social and environmental impact commitments.
- Provide advice to the project on issues requiring escalation and make requests to add additional opportunities and impacts to the project's impact profile.
- Provide advice to the project on any issue where the Chairperson believes community consultation has the potential to better inform project decision making.

2.3 Duties and Responsibilities of the PULSC

To fulfil its objectives, members of the PULSC may:

- Act as a point of contact for community members to raise concerns, ask questions, and provide feedback to SCJV in meeting its social and environmental impact commitments.
- Advocate for the interests of the broader community, in your respective areas of expertise, when reviewing the social and environmental commitments.
- Identify additional potential social impacts for the consideration of the project.
- Assist SCJV in keeping the local community and other stakeholders informed about the project by broadcasting non-confidential information via existing community and business networks.
- Respond within agreed timeframes to requests for information.
- Encourage all members of the PULSC to present their views and respect their right to have different views.
- Protect and preserve the confidentiality of any information provided when it is identified as being confidential.

3. How members and the chair of the PULSC are appointed?

3.1 Membership of the PULSC

Consistent with SCJV's Social Impact Management Plan the PULSC will, to the extent practicable, include at least one person representing each of the following interests.

- Community and Engagement Manager – SCJV (Chairperson)
- Project Manager or Project Director - SCJV
- Human Resources Manager - SCJV
- Supply Chain Manager - SCJV
- Indigenous and Heritage Manager - SCJV
- A Client Representative – Perdaman
- A Representative from the Pilbara Development Commission or Regional Development Australia
- A Representative from the City of Karratha
- A Representative from the Karratha Districts Chamber of Commerce and Industry
- A Representative from Murujuga Aboriginal Corporation
- 4 x Local resident representatives (must reside in Karratha)
- 2 local business representatives (must have a local business and reside in Karratha)

Additionally, SCJV may appoint additional members on the advice of the Chair to the SCJV Project Director or Project Manager with interests beyond those listed above, which may provide value to the PULSC.

Members of the PULSC may represent one or more of the above interest or be representative of an organisation which does so.

3.2 Members of the PULSC agree to:

- Read and sign this Terms of Reference (ToR) as evidence of their agreement to abide by its content.
- Attend meetings and actively participate in discussions, including listening to diverse viewpoints, treating others with respect, and refraining from personal attacks or discrimination.
- Ensure all PULSC members are treated fairly and with dignity by non-discrimination. The PULSC prohibits discrimination, harassment, or bullying based on factors such as race, gender, religion, sexual orientation, or disability.
- Suggest agenda items for upcoming meetings where possible.
- Work together with openness, trust, cooperation, flexibility, and honesty.
- Not disclosing information that has been identified as confidential.
- Do not violate the intent and philosophy of the ToR.
- Unless authorised by the SCJV, to not speak on behalf of the project or make representations as a project spokesperson.
- Not use personal social media accounts to advocate a personal position or agenda in relation to the project.
- Advise the SCJV or any approach by the media related to the project and not engaging with or speaking on behalf of the project to the media.
- Declare at the commencement of each meeting if they have a personal interest in an agenda item.
- Declare if they become an employee of Saipem, Clough or Perdaman, or a direct provider of goods or services to SCJV or Perdaman.
- In the case of government or business representative, advise the PULSC at the conclusion of their employment or ownership of the business.

3.3 Chairperson

The Community and Engagement Manager – SCJV will be appointed as the Chairperson for the duration of the EPC contract. In addition to the duties and responsibilities of PULSC members, the Chairperson will

- Ensure that the PULSC performs its functions and acts in accordance with this ToR.
- Facilitate the conduct of the meetings to allow frank and open discussion, encouraging individual members to make an effective contribution.

If the Chairperson is absent from the meeting, SCJV will nominate a representative to chair the meeting.

3.4 Selection Criteria

Supporting the purpose and role of the PULSC, the following selection criteria has been developed.

3.4.1 Government and Organisation Representatives

Individual representatives are nominated by their organisation. SCJV will email invitations to the identified government agencies and organisations in section 3.1 of this ToR to nominate a person to participate in the PULSC.

3.4.2 Local resident representatives and business representatives.

Resident and business representatives will be appointed by the SCJV and are required to meet the following criteria:

- Currently reside in Karratha Region
- Can participate in a voluntary capacity and are available to attend committee meetings in the evening.
- Have an interest in the project and the management social and environmental impacts
- Agree with the committee Terms of Reference

Applicants do not need to be representatives of a community group or organisation to be considered, and membership of a group or organisation will not be used as a basis for disqualification.

Preference will be given to applicants who can represent a broad range of interests.

The Chairperson will select and implement a process to appoint community and businesses representatives who reside in the Karratha Region, which encompasses the towns of Karratha, Dampier, Roebourne, Wickham and Point Samson.

The process used for selection of PULSC members is at the sole discretion of the Chairperson and may include direct appointments and/or a call for nominations using public advertising or any other process the Chairperson wishes to use.

3.5 Vacancies and Proxies

3.5.1 Government or organisation representatives

If a position becomes vacant mid-term, the agency or organisation may choose to replace the individual with another member from their organisation by advising the Chair in writing via email.

If a nominated representative is unable to attend a meeting, a proxy may be selected, subject to the approval of the PULSC Chairperson.

3.5.2 Local resident representatives and business representatives

If a representative's position becomes vacant mid-term, then SCJV may choose to seek further nominations to fill this position. Any such decision including membership selection will be at the discretion of SCJV.

If a resident or business representative is unable to attend a meeting, they must notify the PULSC Chairperson of their apology in advance of the meeting. No proxies are permitted for resident representatives and business representatives.

3.5.3 Declaring a position vacant

If a member of the PULSC is absent without an apology for two consecutive meetings, the Chairperson may declare their position vacant and appoint a new member using the selection process outlined in the ToR.

If a member is suspected of a material breach of the ToR, the Chairperson may investigate the breach and, if warranted, declare the position of the member vacant and appoint a new member using the selection process outlined in the ToR.

A decision to declare a position vacant is final and no appeals will be considered.

4. Transparency

The minutes of the PULSC meetings, the names of PULSC members and the PULSC ToR will be available on the project website.

5. Resourcing of the PULSC

SCJV will provide appropriate meeting facilities for the PULSC to function.

SCJV will provide secretariat support to the PULSC. The secretariat will be responsible for the collation of the agenda and minutes and will support the Chairperson in convening meetings of the PULSC.

A sitting fee may be paid to members of the PULSC consistent with the half-day daily fees set for advisory boards in Western Australia.

SCJV will reimburse any reasonable out-of-pocket expenses incurred by a representative in fulfilling their duties to the PULSC.

6. Terms of Reference

This will be reviewed by SCJV in consultation with the PULSC if it is determined that it is necessary to ensure consistency with best practice.

7. Agreement

As the nominated members of PULSC, I have reviewed this ToR and sought clarifications for any areas I do not understand. My signature below confirms that I understand the ToR and that my actions as a PULSC member will be consistent with this ToR.