


# PACKAGES LIMITED

	<b>Terms of Reference (TOR) for the Board's Sustainability Committee (SC) of Directors (BOD) on ESG, Gender Diversity, and Prevention of Sexual Harassment</b>				
<b>PL-TOR-SC-01</b>	<b>1</b>		<b>27 August 2024</b>	<b>1 of 2</b>	<b>Company Secretary</b>
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## 1. Objective:

Packages Group believes that sustainability is crucial for ensuring a healthy, balanced future for both humanity and the planet. To instill the sense, it is crucial that the idea is cascaded down from the top to the bottom; from Board of Directors to all the employees.

This document defines the terms of reference for the Board's sustainability committee at Packages Limited at Group Level and serves as a charter for the department. The objective will be to oversee and guide Packages Group's ESG strategy, with a specific focus on promoting gender diversity and preventing sexual harassment in the workplace and enhance sustainability, social responsibility, and governance; foster an inclusive work environment; and ensure ethical conduct.

## 2. Roles and Responsibilities:

The terms of reference of the SC include the following:

### 2.1 ESG Strategy Oversight:

The Committee should guide and approve Packages Group's ESG strategy, ensuring it aligns with corporate values and includes initiatives for gender diversity and harassment prevention.

### 2.2 Policy Development:

The Committee should ensure to approve and update ESG policies, including specific policies on gender diversity and the prevention of sexual harassment.

### 2.3 Risk Management:

The Committee should diligently monitor ESG-related risks and opportunities, including those related to workplace diversity and harassment.

### 2.4 Performance Monitoring:

The Committee should regularly review ESG department and team performance, including metrics related to gender diversity and the effectiveness of harassment prevention measures.


### 2.5 Stakeholder Engagement:

The Committee should ensure to engage with stakeholders on ESG issues, including gender diversity and harassment prevention, to gather feedback and ensure transparency.

### 2.6 Compliance and Reporting:

The Committee should ensure compliance with relevant laws and regulations, including those concerning workplace equality and harassment, and approve ESG disclosures.

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**2.7 Resource Allocation:**

The Committee should ensure allocation of resources for ESG initiatives, including programs aimed at improving gender diversity and preventing harassment.

**2.8 Ethical Standards:**

The Committee should ensure that organization wide, employees uphold ethical standards, ensuring a workplace culture of respect and inclusion, and zero tolerance for harassment.

**2.9 Board Composition:**

The Committee should ensure diversity within the board, including gender diversity, to bring a broad range of perspectives to ESG and workplace culture discussions.

**2.10 Independence:**

The Committee should ensure to maintain an appropriate level of independence among board members, especially in overseeing ESG and social responsibility issues.

**3. Composition and Membership**

3.1 The Committee should have three members, including one female member and a Chairperson.

**4. Meetings and Reporting**

**Frequency of Meetings:**

4.1 The SC should meet at least annually to review ESG matters, including progress on gender diversity and harassment prevention and ensure these issues are consistently included in the agenda, with adequate documentation and reporting.

4.2 Group Manager Sustainability shall be the secretary to the Committee.

4.3 Minutes of the meeting of SC should be circulated to Board for information purposes.

**4. Application of this Document**

These TORs are the governing document for the Group's Sustainability function and should be adopted by all the boards across the Group.

Prepared by: \_\_\_\_\_ Date: \_\_\_\_\_  
**Company Secretary**

Reviewed by: \_\_\_\_\_ Date: \_\_\_\_\_  
**Chief Executive Officer**

Approved by: \_\_\_\_\_ Date: \_\_\_\_\_  
**Chairman BoD**