

Investment and Development Committee

Roles and Responsibilities

The role of Investment and Development Committee is to assist and advise the Board of Directors in fulfilling its responsibilities to members and other stakeholders of Bridge Housing Limited (the Company) and in fulfilling the objects of the company in relation to investment and development, including the acquisition and disposal of real property and the capital structuring of these activities, both for the Company and for its group entities (the Group). The Company is the sole member of and service provider to the Group.

Except where expressly delegated by the Board, the Committee is not a decision-making body but assists the Board by implementing Board policy and making recommendations which require Board approval.

The objective of the Committee is to assist the Board in fulfilling its responsibilities by reviewing, advising and making recommendations to the Board on the matters listed below and on any other matters as may be required from time to time.

Development

Development objectives

The Committee will consider strategies for new developments, real property acquisitions, disposals and, reconfiguration of its Group property portfolio in a manner that ensures suitable properties are available at present and in the future, particularly in relation to the following across the Group:

- Identifying opportunities for new development;
- Monitoring and reviewing the performance of developments in progress and acquired assets;
- Providing input, as required, into development specific project working groups;
- Reviewing development project feasibility budgets and allocations of capital or projects that are considered significant; and
- Identifying opportunities for sustainable development.

Investment objectives

The Committee will consider investment strategies, investment risk and return profile and strategic asset allocation, and business structures to give effect to the Group's investment strategies, including the structuring of capital and investment for the Company or Group entities, and any acquisitions and developments.

The Committee will consider potential and existing relationships with third party capital providers and lending organisations (including government entities, banks and non-bank institutions), ensuring alignment with the Group's strategy and values.

Sustainability objectives

The Committee will consider strategies for consideration of environmental, social and governance (ESG) issues across the Group and the implementation of the ESG Framework.

Real estate licence objectives

The Committee will consider strategies in relation to promoting, growing and supervising its corporate real estate licence and activities undertaken under that licence.

Composition and term

- The Investment and Development Committee is a committee of the Board of Bridge Housing Limited.
- All appointments to the Committee and the appointment of the Committee Chair are non-executive Directors who have been approved by the Board.
- The Committee will comprise at least three non-executive Directors the majority of whom the Board considers to be independent.
- Appointment to the Committee will be for consecutive terms of three years or as determined by the Board (including to facilitate Director rotations).

Meetings

- The Committee will hold meetings at least once a quarter and additionally as it considers necessary.
- A quorum will be two non executive Directors.
- Committee members will be invited to disclose conflicts of interest at the commencement of each meeting.
 - If the Committee Chair is absent, members who are present will select a Chair for that particular meeting.
 - Meetings of the Committee may be held face to face or using any technology (or a combination of those) which enables members to participate in a discussion.
 - The notice and agenda of meetings will include relevant supporting papers.
 - The Committee may invite other people to attend as it sees fit, and consult with other people or seek any information which will help it to fulfil its responsibilities.
 - Voting matters will generally be decided by consensus or, if a consensus can't be reached, by a majority of votes from those non executive Directors present
 - The Committee Chair will communicate the decisions of the Committee to the Board after each meeting within a reasonable period.
 - Proceedings of all meetings will be minuted by a Company Secretary, ratified by members in attendance and signed by the Committee Chair.

Review

The Committee should review this charter at least every three years to provide assurance that it remains consistent with the Board's objectives and responsibilities and continues to reflect current processes and appropriate corporate governance principles. The Committee must seek the approval of the Board for any amendments made to the charter as a result of any review.

The Chair will initiate an external review of the performance of the Committee at least once every three years.