



Health, Safety and Environment Committee Charter

1. Introduction

The Board of Directors of Roc Oil Company Limited ("Board") has established a Health, Safety and Environment Committee ("HSE Committee") and adopted this HSE Committee Charter to set out the role and responsibilities of the HSE Committee.

2. Role of Committee

The role of the HSE Committee is to assist the Board to meet its responsibility for providing companywide oversight of and support to the Company's Health, Safety, Environmental and Community Relations Policies, Procedures and Practices.

The ultimate responsibility for company decisions remains with the full Board.

3. Composition of the HSE Committee

The HSE Committee will comprise at least two directors appointed by the Board, both of whom must be independent directors, the CEO and the Corporate HSE Manager. The Board will appoint a Chairman from the independent directors on the Committee.

4. Meetings of the HSE Committee

The HSE Committee will meet at least twice a year. Additional meetings may occur as the Committee or its chair determine.

An agenda and supporting information will be provided to the Committee members before each meeting.

A Secretary will be appointed and will be responsible for taking and keeping minutes of the meetings and circulating the minutes to all Committee members within a reasonable time following the meeting. Minutes of Meeting must be confirmed and signed at the next meeting of the Committee.

All actions of the Committee must be reported at the next meeting of the Board following the Committee meeting.

5. Responsibilities of the HSE Committee

The principal responsibilities of the HSE Committee are to:

- review the status of the Company's Health, Safety, Environmental and Community Relations ("HSE") performance;
- monitor the Company's processes that ensure compliance with HSE regulations, HSE goals, internal HSE policies and expectations;
- review information about planned HSE audits and significant findings from completed audits;
- review reports from and response to significant HSE incidents and those with major accident potential;

- review and provide input to the Company on the management of current and emerging HSE matters;
- report periodically to the Board of Directors on HSE issues that affect the Company;
- review and approve the Company's annual HSE goals; and
- review and approve ROC's annual Sustainability Report.

6. Authority

In undertaking its responsibilities, the Board authorises HSE Committee to seek any information that it requires to perform its duties from any employee or consultant of ROC and to obtain external technical and legal advice on matters within its scope, at the ROC's expense.

7. Committee performance

The Board will from time to time evaluate the performance of HSE Committee and this Charter to ensure its effectiveness.

8. Reporting on Health, Safety and Environment in Annual Report

The Board will make appropriate disclosure regarding HSE in ROC's Annual Report in accordance with the ASX Corporate Governance Principles and Recommendations.

This Health Safety and Environment Committee Charter is available on ROC's website www.rocoil.com.au

Approved by the Board on 25 August 2011. Updated on 25 January 2012