BP p.l.c.

Terms of reference

Safety and sustainability committee

These terms of reference should be read in conjunction with the terms of reference applicable to all committees of the board of BP p.l.c.

Purpose

Oversight of the management of the safety and sustainability matters, including the relevant systems and processes, focusing on those which it considers to be most potentially material from time to time.

The 'Safety and Sustainability Matters' are:

- process safety, personal safety, environmental and related operational risks;
- security risks;
- product quality;
- digital infrastructure, cyber security and data risks; and
- the effectiveness of implementation of bp's sustainability frame, including the implementation of bp's net zero ambition and associated aims and targets[1].

Membership

A minimum of three non-executive directors.

Quorum

Two members.

Chair

As appointed by the board.

Meetings

At least four times a year.

Attendance by invitation.

[1] bp's net zero ambition and associated aims and targets are intended, in part, to help bp manage climate-related risks and opportunities. The purpose of making explicit reference to climate-related risks and opportunities is to respond to the recommendations of the Task Force on Climate-Related Financial Disclosures (TCFD) and other such disclosure frameworks where applicable.

Responsibilities

1. Monitor and test:
   - bp's performance in respect of the Safety and Sustainability Matters; and
   - the effectiveness of bp's system of internal control for Safety and Sustainability Matters, including applicable management systems, policies, practices, processes, leadership, and culture and oversee the performance and operation of the material controls allocated to the committee; informed by the receipt of performance and assurance reports.
2. Monitor principal, emerging and other risks and material controls as it may determine fall within its scope, or as allocated by the board.
3. As part of its annual review process, review and recommend to the board the effectiveness of material controls relating to safety and sustainability matters as at the balance sheet date, drawing on assurance and input from management, internal audit and, where relevant, external auditors or other independent assurance providers, including consideration of any material controls that have not operated effectively and the status of associated remediation.
4. Review and test management responses to relevant quarterly reports of internal audit and the findings of selected safety investigations.
5. Review bp's annual sustainability report and such other materials intended for disclosure or publication as may be allocated to it by the board from time to time.
6. Conduct such other oversight activities as may be allocated to it by the board from time to time.
7. Review and make recommendations to the remuneration committee, as appropriate related to:
   - the incorporation of safety and sustainability targets into the design and implementation of remuneration terms; and
   - the year-end performance outcomes against safety and sustainability targets as set in the bonus and equity plans.

Reporting

8. Report to the board after each meeting on the nature and content of its discussion.
9. Make whatever recommendations to the board it deems appropriate on any area within its remit.
10. The committee shall produce a report to be included in bp's annual report describing the work of the committee.
11. Report to the board annually on the committee's review and assessment of the effectiveness of material controls relating to safety and sustainability matters as at the balance sheet date to support the board's declaration of effectiveness.