

CORPORATE GOVERNANCE STATEMENT 2016

This corporate governance statement outlines the corporate governance framework that has been established by Treasury Wine Estates Limited (the Company) and its group of companies ('the consolidated entity' or 'the Group') and its compliance with that framework for the reporting period ended 30 June 2016.

Good corporate governance and transparency in reporting is a fundamental part of the culture and business practices of the Group. During the financial year the Company has complied with the third edition of the ASX Corporate Governance Principles and Recommendations (ASX Recommendations).

The charters, codes and policies in respect of the Company's corporate governance practices referred to in this statement are reviewed annually to ensure they remain appropriate and meet governance standards and regulatory requirements. They are available at the Company's website: www.tweglobal.com.

This corporate governance statement was approved by the Board and is current as at 31 August 2016.

SECTION 1: THE BOARD OF DIRECTORS

1.1 Composition

Details of the current members of the Board, including their qualifications, experience and tenure in office, are set out in the Directors' Report contained in the Company's 2016 Annual Report, which is available on the Company's website.

The Board is committed to ensuring it is comprised of individuals with appropriate skills, experience and diversity to develop and support the Company's strategic aims.

The Board utilises a skills matrix to assist in assessing the mix of skills, experience and diversity that the Board currently has, and to identify areas of focus as part of Board succession planning.

The Board considers that its current members collectively possess the appropriate skills, experience and attributes that enable the Board to discharge its responsibilities effectively, contribute to the Company's strategic growth plans and oversee the delivery of its corporate objectives.

Areas of competence and skills of the Board of directors are set out in Table 1.

Table 1 – Areas of competence and skills of the Board of Directors

| AREA | COMPETENCE | |
|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Industry | Wine, alcohol beverages, consumer and brand marketing, supply chain, distribution, route to market. | |
| Leadership and Strategy | Public company experience, business strategy development, business and executive leadership, CEO experience, mergers and acquisitions. | |
| Finance and Business | Financial acumen, financial accounting, audit, corporate finance, capital management. | |
| International | International business experience, international industry experience. | |
| Governance and Regulatory | Corporate governance, legal and regulatory, risk management, health, safety and environment, government relations, remuneration governance, human resources. | |

1.2 Chairman

The Chairman of the Board, Mr Paul Rayner, is an independent non-executive director and has been Chairman of the Company since 2012 and a non-executive director since 2011.

Details of Mr Rayner's skills and experience are set out in the Board of Directors section of the Annual Report.

The Chairman is responsible for the leadership of the Board and ensuring that it is operating to the appropriate governance standards.

The responsibilities of the Chairman of the Board are set out in more detail in the Board Charter which is available at the Company's website: www.tweglobal.com.

1.3 Director independence

As required under the Board Charter and ASX Recommendations, the Board comprises a majority of independent non-executive directors.

Directors are expected to bring independent views and judgement to the Board's deliberations. The Board assesses the independence of all new directors upon appointment and reviews the matter annually (and more regularly where appropriate).

The Company has adopted guidelines based on the factors set out in the ASX Recommendations in assessing the independent status of a director. In summary, the test of whether a relationship could, or could be perceived to, materially interfere with the independent exercise of a director's judgement is based on the nature of the relationship and the circumstances of that director. Materiality is considered on a case-by-case basis, against thresholds determined by the Board from the perspective of the Company, the director, and the person or entity with which the director has a relationship.

The Board has reviewed the position and associations of all directors in office at the date of this corporate governance statement and considers that, save for the Chief Executive Officer (CEO) who is an executive director, all directors are independent.

1.4 Appointment terms

The directors may at any time appoint any person as a director either to fill a casual vacancy or as an additional director.

Any director appointed (other than the CEO) holds office until the conclusion of the next Annual General Meeting (AGM) of the Company and is eligible for election at that meeting. Thereafter, non-executive directors are required to submit for re-election at least at every third AGM.

A summary of the Company's guidelines relating to the selection, appointment and re-election of directors is posted on the Company's website: www.tweglobal.com.

1.5 Remuneration arrangements

The remuneration policy for the Board and the remuneration of each director is set out in the Remuneration Report, which forms part of the Directors' Report contained in the Annual Report.

SECTION 2: ROLES AND RESPONSIBILITIES OF THE BOARD

2.1 Division of responsibility between Board and management

The Board is responsible for the overall corporate governance of the Company. The Board Charter sets out the following objectives of the Board:

- to provide strategic guidance for the Company and effective oversight of management;
- to optimise Company performance and shareholder value within a framework of appropriate risk assessment and management; and
- to recognise the Company's legal and other obligations to all legitimate stakeholders.

The following table summarises the main responsibilities and functions of the Board that enable the achievement of these objectives:

| | OBJECTIVES | | | | |
|--------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
| RESPONSIBILITIES AND DUTIES | STRATEGIC GUIDANCE AND MANAGEMENT OVERSIGHT | RISK ASSESSMENT AND MANAGEMENT | OBLIGATIONS TO STAKEHOLDERS | | |
| Approving | The overall corporate strategy and performance objectives. The Company's annual financial budget. Major capital expenditure, and capital management. Appointment and removal of the CEO and approval of the terms of engagement and termination benefits. Remuneration of the CEO, non-executive directors (within the parameters approved by shareholders) and the policy for remunerating senior executives. | The Company's risk management framework and internal compliance and controls systems. | The Company's strategies, procedures and standards relating to communication with shareholders. All major shareholder communications. | | |
| Reviewing and monitoring | The Company's performance against the corporate strategy, objectives and plan. The progress of major capital expenditure, capital management, and acquisitions and divestitures. The management reporting processes supporting external reporting. | Risk management, internal compliance accountability and control systems. The Company's financial position and its ability to meet its debts and other obligations as they fall due. | Compliance with the adopted strategies, procedures and standards. Internal and external financial and other reporting after receiving appropriate certifications from management. That reporting to all stakeholders is relevant, timely and accurate. | | |
| Evaluating | The performance of the CEO and other members of the senior management team. The effectiveness of the performance of the Board and its Committees. | Whether the Company's accounts comply with relevant accounting standards and present a true and fair view. Whether processes are in place to effectively monitor all relevant legal, tax and regulatory obligations. | • Whether the Company's external reporting is legally compliant, consistent with the Board's information and knowledge, and suitable for shareholder needs. | | |

The Board has implemented a practice whereby the non-executive directors meet periodically without the presence of management.

In accordance with the provisions of the Company's Constitution, the Board has delegated responsibility for the day-to-day management of the Company to the CEO and management pursuant to a formal delegation structure, which complements the roles and responsibilities contained in position descriptions for individuals. The respective roles and responsibilities of the Board are outlined further in the Board Charter.

2.2 Board Committees

The Board Charter permits the Board to establish Committees to streamline the discharge of its responsibilities. As at the date of this statement, three standing Committees have been established as follows:

- · Audit and Risk Committee;
- · Nominations Committee; and
- Human Resources Committee.

The Charter of each Board Committee sets out the composition, duties and responsibilities of that particular Committee. Further details regarding the three standing Committees, including membership for F16, are set out in the following table:

| | AUDIT AND RISK | NOMINATIONS | HUMAN RESOURCES |
|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Members | Garry Hounsell (Chair) Lyndsey Cattermole Peter Hearl | Paul Rayner (Chair) Garry Hounsell Lyndsey Cattermole (until 1 January 2016) Warwick Every-Burns (appointed on 1 January 2016) | Warwick Every-Burns (Chair) (appointed on 1 July 2015) Lyndsey Cattermole Michael Cheek Peter Hearl (until 1 January 2016) |
| Composition | At least three but no more than five members. All members must be independent non-executive directors. The members shall, between them, have sufficient accounting and financial knowledge, and a sufficient understanding of the industry in which the Company operates, to be able to effectively discharge the Committee's responsibilities. | The Committee must have at least three members. The Chairman of the Board is to be the Chairman of the Committee. | The Committee must have at least three members. All members must be independent non-executive directors. |
| Responsibilities | Oversee and/or review: The Company's systems and processes to ensure they are properly controlled and functioning effectively. The ongoing maintenance of a sound system of risk oversight and management and internal control. The processes used by management to ensure compliance with all requirements relating to external reporting. The Company's legal and other obligations to all legitimate stakeholders. The scope, coordination and conduct of the internal and external audit programs. The performance and independence of the internal and external auditors. | Assess: The necessary and desirable competencies of Board members. The range of skills, experience and expertise on the Board and identify any additional skills or expertise that may be desirable. The steps required to ensure a diverse range of candidates are considered in selecting new directors. Review: The performance of the Board, Board Committees and individual directors. | Oversee and/or review: The overall human resources strategies and policies are consistent with the needs of the Company to ensure it achieves its short-term and long-term business objectives. The establishment of training and development programs and succession plans for senior management. The senior executive performance review process and results. The maintenance of a Company-wide diversity policy (and reporting on progress in achieving the objectives of the policy). Approval of all new employee incentive plans and amendments to existing plans. |

| ATIDIO AND DICK | NOMENTATIONS | HILLIAN DECOLIDATE |
|-----------------|--------------|--------------------|
| AUDIT AND RISK | NOMINATIONS | HUMAN RESOURCES |

Responsibilities (continued)

Advising the Board on:

- The integrity of the Company's financial reporting, financing, capital management and treasury risk management.
- The appointment or removal of internal and external auditors.
- Standards of ethical behaviour and decision-making required of directors and key executives.

Advising the Board on:

- The composition, size and commitment of the Board to ensure that it can adequately discharge its duties.
- Succession plans and plans for enhancing competencies of Board members, including the CEO
- Potential candidates suitably qualified to be invited to join the Board.
- Whether the board should support the re-election of a director who is retiring by rotation.

Advising the Board on:

- Recruitment and retention policies and procedures for the CEO and senior executives.
- The remuneration policy applicable to the CEO and senior management.
- Remuneration of nonexecutive directors in respect of Board and Committee participation.
- Senior executive remuneration (including equity-based and other incentive plans).
- The reduction or clawback of awards either in part or full as appropriate under the terms of the clawback policy.

Consultation and advice

• The Committee has unlimited access to internal and external auditors, senior management and other employees, and has the opportunity at each meeting to engage with the internal and external auditors without the presence of management.

- Subject to the consent of the Committee Chairman, the Committee or any individual member may engage an independent external adviser in relation to any Committee matter, at the expense of the Company. The Chairman may determine that such independent advice is to be circulated to all directors.
- Subject to the consent of the Committee Chairman, the Committee or any individual member may engage an independent external adviser in relation to any Committee matter, at the expense of the Company. The Chairman may determine that such independent advice is to be circulated to all directors.

Details of meeting attendance for members of each Committee are set out in the Directors' Report contained in the Annual Report.

All directors receive copies of all Committee papers and all non-executive directors may attend meetings of all Committees whether or not they are members.

The CEO, senior executives and other employees, and external parties may be invited to provide information or reports, or attend the Committee meetings as required.

2.3 Performance assessment

In accordance with the Board Charter, a formal review of the effectiveness of the Board, its Committees and individual directors is conducted annually, including the current year. The views of individual directors as well as those of selected executives who report directly to the CEO in a senior management capacity are typically canvassed.

Following each review:

- the performance of individual directors is discussed by the Chairman with each director (and in the case of the Chairman, by a director chosen by the Board for that purpose); and
- the performance of the Board and Committees is discussed by the Board at its next meeting after conclusion of the review.

The Board will, from time to time, engage external consultants to conduct a comprehensive review of the effectiveness of the Board, its Committees and individual directors. This review is conducted against the terms of the Board Charter or relevant Committee Charter (as the case may be), and includes surveys of each director and relevant senior executives. The Board engaged an independent external consultant who undertook a Board performance review during the prior year in accordance with the process disclosed in this Annual Report. For the current year, a performance evaluation was led by the Chairman to assess the performance of individual directors, the Board as a whole, various aspects of the Board committees including their performance, membership, roles and charters, and the Board's interaction with senior executives.

The performance of the CEO is measured against agreed annual key performance objectives.

A formal process for the evaluation of the performance of senior executives is conducted by the CEO on an annual basis and reviewed by the Human Resources Committee.

SECTION 3: GOVERNANCE POLICIES APPLICABLE TO THE BOARD

3.1 Directors' conflicts of interest

Directors are expected to avoid any position or interest that conflicts or could be perceived to conflict with the interests of the Group. This is a matter for ongoing consideration by all directors.

The Company has procedures in place for the reporting of any matter that may give rise to a conflict between the interests of a director and those of the Company. Directors are required to disclose to the Company any interests or directorships which they hold with other organisations and to identify any conflicts of interest they may have or appear to have, in dealing with the Company's affairs.

Should the possibility of a conflict arise, relevant information will not be provided to the director and the director will not participate in discussions or vote on the matter unless permitted under specific circumstances in accordance with the *Corporations Act 2001* (Cth).

3.2 Board access and independent advice

The directors have unlimited access to employees and advisers, and subject to the law, access to all Company documents.

The Board, an individual director or a Committee, may engage an independent external adviser in relation to any Board matter, at the expense of the Company.

Before the external advice is sought, consent needs to be obtained. In the case of:

- the Board from the Chairman;
- an individual director from the Chairman or the relevant Committee Chairman, (if provided under the Committee Charter) as the case may be;
- a Committee from the Committee Chairman (if provided under the Committee Charter);
- the Chairman from the Chairman of the Audit and Risk Committee, or otherwise from another director.

The Chairman or a Committee Chairman, as applicable, may determine that any external advice received by an individual director be circulated to the remainder of the Board.

3.3 Director induction and ongoing education

New directors are provided with a comprehensive induction program. They receive a formal letter of appointment that sets out the key terms and conditions of appointment, including duties, rights and responsibilities and the Board's expectations regarding involvement with Board Committee work. The induction program includes meetings with members of the ELT and other senior executives of the Company and being formally briefed on the financial, strategic and operational position of the Company (including visits to key sites).

The Board is committed to ensuring its performance is enhanced by providing non-executive directors with regular briefings on the Company's operations, as well as periodic site visits and presentations by external parties in a range of fields.

SECTION 4: GOVERNANCE POLICIES OF GENERAL APPLICATION THROUGHOUT THE COMPANY

4.1 Code of Conduct

The Company recognises that its reputation is one of its most valuable assets, founded largely on the ethical behaviour of the people who represent the Company.

The Board has approved a Code of Conduct that sets out the principles of ethical behaviour expected to be adhered to by all personnel. This ethical framework provides the foundation for the maintenance and enhancement of the Company's reputation.

The Company's Code of Conduct commits its directors, employees, contractors and consultants to not only comply with the law, but to conduct business in accordance with the highest ethical standards so that, as a global supplier of premium alcohol beverages, the Company:

- demonstrates corporate responsibility by encouraging the responsible consumption of the Company's products;
- conducts business with integrity, honesty and fairness;
- values and respects diversity in a workplace in which no-one is discriminated against on the basis of gender, age, race, religion, sexual orientation, disability or marital status; and
- observes both the spirit and letter of the Company's legal obligations.

Any breach of the Code of Conduct will be treated as a serious matter and may give rise to disciplinary action, including dismissal.

4.2 Whistleblower Policy

The Company has adopted a Whistleblower Policy (the Policy) to promote and support its culture of honest and ethical behaviour. The Policy encourages employees to raise any concerns and report instances of unethical, illegal or fraudulent behaviour or any other matter that may contravene the Company's Code of Conduct, policies, or the law.

The Company is committed to absolute confidentiality and fairness in relation to all matters raised and will support and protect those who report violations in good faith.

The Policy provides that any issue may be reported to the employee's immediate supervisor, a Human Resources Manager, or an external Whistleblower Service Provider in instances where an employee wishes to remain anonymous. The Policy provides that all reports will be thoroughly investigated, and where applicable, feedback on the outcome of the investigation will be provided to the person making the report. Any person who makes a report will not be discriminated against or disadvantaged in their employment with the Company by virtue of making a report.

The Policy stipulates that the Board will be provided periodically with a report of the number and nature of reports made under the Policy.

4.3 Conflicts of Interest Policy

The Company has adopted a policy in relation to the disclosure and management of potential conflicts of interest. Employees must not engage in activities, hold interests or allow themselves to be in situations that involve, could potentially involve or could be perceived as involving, a conflict between their personal interests and the interests of the Company, without prior disclosure and, where appropriate, approval.

Employees are required to declare relevant potential conflicts prior to starting the activity or, in the case of prospective employees, during the application and recruitment process. Should a potential conflict arise, employees must immediately disclose this to their manager and to the Company Secretary. A register of disclosed interests is maintained by the Company Secretary and reviewed periodically by the Board.

4.4 Share Trading Policy

In accordance with the prohibition in the *Corporations Act 2001* (Cth) in relation to insider trading, the Company's Share Trading Policy (the Policy) states that all directors and employees are prohibited from trading in the Company's shares if they are in possession of 'inside information'.

Under the Policy, unless they have the prior approval of the Company Secretary, employees (other than directors and members of the ELT) may only trade during certain 'trading windows'. In the case of directors and members of the ELT:

- They are prohibited from dealing in the Company's shares during 'black out' periods (which are the periods from the close of books to shortly after the announcement of the half-year or full-year results).
- Outside the 'black out' periods, approval must be sought prior to any sale or purchase:
- from the Chairman and the Chairman of the Audit and Risk Committee, in the case of directors and the ELT; or
- in the case of the Chairman, the Chairman of the Audit and Risk Committee and one other director chosen by the Board for that purpose.

All employees (including directors) are prohibited from engaging in dealings for short-term gain, including buying and selling Company shares in a three-month period.

The Policy specifically prohibits directors and employees from protecting the value of unvested Company securities with derivative instruments consistent with the *Corporations Act 2001* (Cth) requirements on hedging. No director or member of the ELT may enter into a margin loan or similar funding arrangement to acquire any shares in the Company.

The Share Trading Policy is available at the Company's website: www.tweglobal.com.

4.5 Diversity

The Company is committed to creating and maintaining a high-performance culture by attracting and retaining the best possible talent, as well as creating an inclusive environment where people from diverse backgrounds, with a variety of experiences, can fulfil their potential.

The Company has a Diversity and Inclusion Policy (the Policy), which has been approved by the Board, and is available at the Company's website: www.tweglobal.com.

In accordance with the Policy, the Company has established measurable objectives to enhance gender diversity. Further details of the Company's progress towards achieving the measurable objectives are set out in the Diversity and Inclusion section of the Annual Report.

4.6 Risk Management

The Board has approved a Risk Management Policy (the Policy) and a Risk Management Framework (the Framework) to oversee and manage risk.

The Policy provides guidance and direction on the management of risk in the Company and states the Company's commitment to the effective management of risk to reduce uncertainty in the Company's business outcomes.

The Framework describes the risk and assurance systems to manage risk and the supporting management disciplines in place to bring these systems to life. It explains the philosophy and structure required to recognise business improvement opportunities through the management of risk.

The Risk Management Policy acknowledges that all employees have a role in managing risk, and in particular, they are encouraged to identify, report and assess operating risks in the business. The management of risk is not treated as a separate discrete function, but is integral to the way employees work.

During the financial year, the Audit and Risk Committee and Board reviewed the Policy and Framework to satisfy itself that it continues to be sound.

4.7 Integrity in Financial ReportingRole of the Audit and Risk Committee

The Audit and Risk Committee monitors the internal control policies and procedures designed to safeguard company assets and to maintain the integrity of the Company's financial reporting.

The CEO, Chief Financial Officer (CFO), Group Financial Controller, Internal Audit and External Auditor are invited to attend meetings, as required. Other executives and advisers are also invited to attend meetings, as appropriate.

The CEO and CFO have provided a written declaration to the Board, in accordance with the *Corporations Act 2001* (Cth), confirming that, in their opinion:

- the Company's financial records have been properly maintained;
- the Company's financial statements and notes to the financial statements give a true and fair view of the financial position and performance of the Group and comply with the relevant accounting standards;
- the Company's financial statements are formed on the basis of a sound system of risk management and internal control, which is operating effectively.

Appointment and rotation of the external auditor

The Audit and Risk Committee is responsible for reviewing the effectiveness and performance of the external auditor.

The Company will review the lead audit partner of the external audit firm at least once every five years. The lead audit partner will attend the Company's Annual General Meeting and will be available to answer shareholder questions about the conduct of the audit and the preparation and content of the auditor's report.

A summary of the Company's guidelines relating to the selection, appointment and re-election of its external auditor is posted on the Company's website: www.tweglobal.com.

Internal audit

The Company's internal audit function monitors the Group-wide internal control framework, providing assurance that the design and operation of the Group's risk management and internal control system is effective.

Internal audit uses a risk-based methodology, including the use of the organisation's risk assessment program, in setting the annual internal audit plan. In performing their work, internal audit have unrestricted access to review all aspects of the Group's operations. The head of internal audit is jointly accountable to the Audit and Risk Committee and the Chief Financial Officer.

Internal audit operates under a Charter approved by the Board, and is independent of the external audit function. The Audit and Risk Committee reviews the effectiveness and performance of the internal auditor, approves the annual internal audit plan, reviews reports and agreed actions, and ensures that planned audit activities are aligned to business risks.

4.8 Continuous disclosure to stakeholders

The Company is committed to providing timely, open and accurate information to all its stakeholders including shareholders, regulators and the investment community. The Company has a two-way investor relations program which facilitates effective two-way communication with investors.

The Company's Disclosure Policy (the Policy) confirms the Company's commitment to meeting its stakeholders expectations for timely, balanced and meaningful disclosure. The Policy sets out both the procedures in place to ensure compliance with its regulatory obligations, including obligations under the continuous disclosure regime pursuant to the *Corporations Act 2001* (Cth) and the ASX Listing Rules, and the expectations on all employees of the Company, including directors and senior executives.

The Company has also established written guidelines and procedures to supplement the Disclosure Policy, which are designed to manage the Company's compliance with its continuous disclosure obligations. A Continuous Disclosure Committee, comprised of senior executives, is responsible for overseeing and coordinating the disclosure of information by the Company to the ASX and for administering the Policy.

The Company holds periodic briefing sessions for directors and relevant employees (who may be likely to come in possession of confidential information) on how the continuous disclosure obligations apply to the Company, including consideration of materiality guidelines relevant to the Company and the Company's internal processes for escalation and assessment of information prior to release to the ASX. As a matter of practice, the Board considers the Company's obligations under the Disclosure Policy at its meetings.

The Company's Disclosure Policy is available at the Company's website: www.tweglobal.com.

4.9 Communication with shareholders

The Company's website forms a key part of the Company's communications with shareholders and the wider investment community. The Company's website contains ASX announcements, annual reports, financial report announcements, as well as relevant presentations and supporting material provided to the media and investment community.

The Company's Communication Policy encourages and promotes effective communication with shareholders and effective participation at the Annual General Meeting in order to promote discussion about the Company and its strategy and goals. The Board supports and encourages shareholders to ask questions during the Annual General Meeting or provide their questions about the Company ahead of the Meeting, with more frequently asked questions typically addressed at the Meeting. For shareholders who are unable to attend in person, the Annual General Meeting is webcast live and is archived for viewing on the Company's website. The Company periodically reviews how best to take advantage of technology to enhance shareholder communications.

Shareholders can elect to receive email notifications when the Annual Report and certain other information is posted to the Company's website. Shareholders can communicate with the Company or its share registrar, Computershare Investor Services Limited (Computershare) by mail, telephone, email or online via the Computershare Investor Centre portal. Shareholders may choose to receive communications from and send communications to the Company and Computershare electronically.

The Company's Communications Policy is available at the Company's website: www.tweglobal.com.

4.10 External directorships

Key executives including the CEO, are only permitted to hold a non-executive directorship of an external public company with the prior approval of the Board. Such a public company may not be a competitor, supplier or customer of the Company, nor can the directorship create an actual or potential conflict of interest with the Company's business interests.

4.11 Corporate Responsibility

The Company is committed to maximising positive and minimising negative social, environmental and economic impacts through its integrated approach to corporate responsibility (CR). The Global CR Council establishes a range of objectives and targets to deliver against the Company's three CR strategic priorities. The priorities and supporting initiatives ensure the Company maintains its social licence to operate through risk management, proactive engagement of key stakeholders with interest in the Company's social and environmental performance and enhancement of employee engagement and retention. Progress against these initiatives has been detailed in the Corporate Responsibility section of the Annual Report.