

## **CATHAY PACIFIC AIRWAYS LIMITED**

### **Board Safety Review Committee – Terms of Reference** *(Amended and restated with effect from 13th May 2020)*

#### **Establishment and Constitution**

1. The Board Safety Review Committee (“**BSRC**”) was established by the Board (the “**Board**”) of Cathay Pacific Airways Limited (the “**Company**”) on 15th January 2003 pursuant to Article 127 of the Company’s Articles of Association.

#### **Committee Purpose**

2. The BSRC is charged with supporting the Board in its responsibility for managing risks related to safety and security arising from the Company’s flight operations.

#### **Membership**

3. The BSRC shall be appointed by the Board and shall comprise:

##### Members

Committee Chairman who shall be an independent specialist or expert in flight safety

Independent Non-Executive Directors

Non-Executive Directors

#### **Attendance at Meetings**

4. The following officers of the Company will be observers to the BSRC:

Chairman of the Board

Chief Executive Officer

Chief Customer and Commercial Officer

Chief Operations and Service Delivery Officer

Chief Executive Officer or Chief Operating Officer of any subsidiary of the Company which operates aircraft (“Airline Subsidiary”)

#### **Officers Providing Support to Meetings**

5. The General Manager for Group Safety and Operational Risk Management shall be responsible for assembling and reviewing the materials for the meeting and agreeing the agenda for the meeting with the Chairman one month in advance and will brief the Chairman on the materials at least one week in advance.

6. The Company Secretary or their alternate shall be the secretary of the BSRC and will organise, support and record the minutes of BSRC meetings. The BSRC minutes will be circulated to the Directors of the Company.

### **Meetings**

7.
  - (a) The BSRC shall meet not less than four times a year. Additionally, the Chairman will call a meeting if so requested by any member or by the Chairman of the Board. Meetings may be held in person or through electronic means at the discretion of the Chairman.
  - (b) Three Members of the BSRC will constitute a quorum for any meeting.
  - (c) At the invitation of the Chairman of the BSRC, appropriate management representatives of the Company or an Airline Subsidiary will be requested to attend meetings to provide required reports and presentations to the BSRC.
  - (d) The BSRC will report on its meetings to the Board.

### **Duties and Responsibilities**

8. The duties of the BSRC are as follows:
  - (a) To keep under review all matters concerned with the safe operation, in the air and on the ground, of any aircraft of which the Company or an Airline Subsidiary is the operator.
  - (b) To consider reports on incidents (including accidents) to any aircraft to ensure in the case of incidents to the Company's (or an Airline Subsidiary's) aircraft, that appropriate remedial action is taken and in the case of incidents to any other aircraft, that appropriate recommendations are implemented in relation to the Company's (or an Airline Subsidiary's) aircraft.
  - (c) To consider reports of significant incidents concerning safety or security, or adverse trends of physical risks, which are not related to the operation of aircraft and which have not been reported to the Board, to ensure that appropriate remedial action is taken or appropriate recommendations are implemented as the case may be.
9. The terms of reference of the BSRC will be made available on request and by inclusion on the Company's website. They will be subject to review by the Board at least every two years.