



anvilmining

CORPORATE RESPONSIBILITY and SUSTAINABILITY COMMITTEE CHARTER

Adopted May 2008

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1. Objective of Charter

- a) There shall be a Committee of the Board of Directors (the “Board”) of Anvil Mining Limited (“Anvil” or the “Corporation”) to be known as the Corporate Responsibility and Sustainability Committee (the “Committee”), whose membership, meetings, responsibilities and authority shall be as set out in this Corporate Responsibility and Sustainability Committee charter.
- b) The Board will review this charter periodically to ensure that it remains consistent with the Board’s objectives and responsibilities.

2. Membership

- a) The Committee shall consist of a minimum of three (3) directors.
- b) Members shall be appointed by the Board and serve until the earliest to occur of the date on which the appointed member shall be replaced by the Board, resign from the Committee, or leave the Board.
- c) The Board shall appoint one of the members of the Committee as Chairman of the Committee. Should the Chairman be absent from a meeting, the members of the Committee who are present shall select one of the other members to serve as Chairman for that meeting.
- d) The Corporate Secretary of Anvil shall be the Secretary of the Committee. In the absence of the Corporate Secretary at any meeting, the Chairman of the Committee shall appoint a secretary for that meeting.

3. Meetings

- a) The Committee shall meet in person or by telephone as frequently as required, but no fewer than two times annually. A majority of the members of the Committee shall constitute a quorum and the act of a majority of the members present at a meeting where a quorum is present shall be the act of the Committee. The Committee may also act by unanimous written consent of its members and such act may constitute a meeting.
- b) The Committee shall maintain minutes or other records of meetings and activities of the Committee.
- c) The Committee shall, through its Chairman, report regularly to the Board following the meetings of the Committee.
- d) Notice of meeting may be given orally or by letter, electronic mail, facsimile transmission or telephone not less than 24 hours before the time fixed for the meeting.
- e) The Committee may invite from time to time such persons as it may see fit to attend its meetings and to take part in discussion and consideration of the affairs of the Committee.

4. Responsibilities

- a) The general responsibility of the Committee is to review and make recommendations to the Board regarding issues arising from Anvil's management performance in the following areas:
- Sustainability;
 - Safety;
 - Social development and community relations;
 - Health and physical environment;
 - Employee relations;
 - Political and operational risks associated with host country environments;
 - Code of business conduct and implementation of guiding principles; and
 - Reputation risk.
- b) In addition, the Committee shall:
- Be attentive to matters arising from management's monthly reports and other sources that may require consideration by the Committee before such matters are brought before the Board;
 - Review Anvil's annual Sustainability Report in draft each year before its publication; and
 - Monitor Anvil's adherence to its Code of Business Conduct, in the areas within the Committee's purview, and implementation of guiding principles.

5. Authority

The Board grants authority to the Committee, within the scope of its responsibilities, to:

- a) Seek any information it requires from any employee (and all employees are directed to co-operate with any request made by the Committee).
- b) Have access to any and all books and records of Anvil necessary for the execution of the Committee's obligations.
- c) Obtain outside legal or other professional advice as deemed necessary on matters within the scope of the Committee's authority, at Anvil's expense. Prior approval of the Chairman of the Board is required before obtaining such advice but should not be unreasonably withheld.
- d) Ensure the attendance of officers of the Corporation at meetings of the Committee as appropriate.