

atlas**Arteria**

MODERN SLAVERY STATEMENT 2023

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Effectiveness of our Actions to Address Modern Slavery Risks

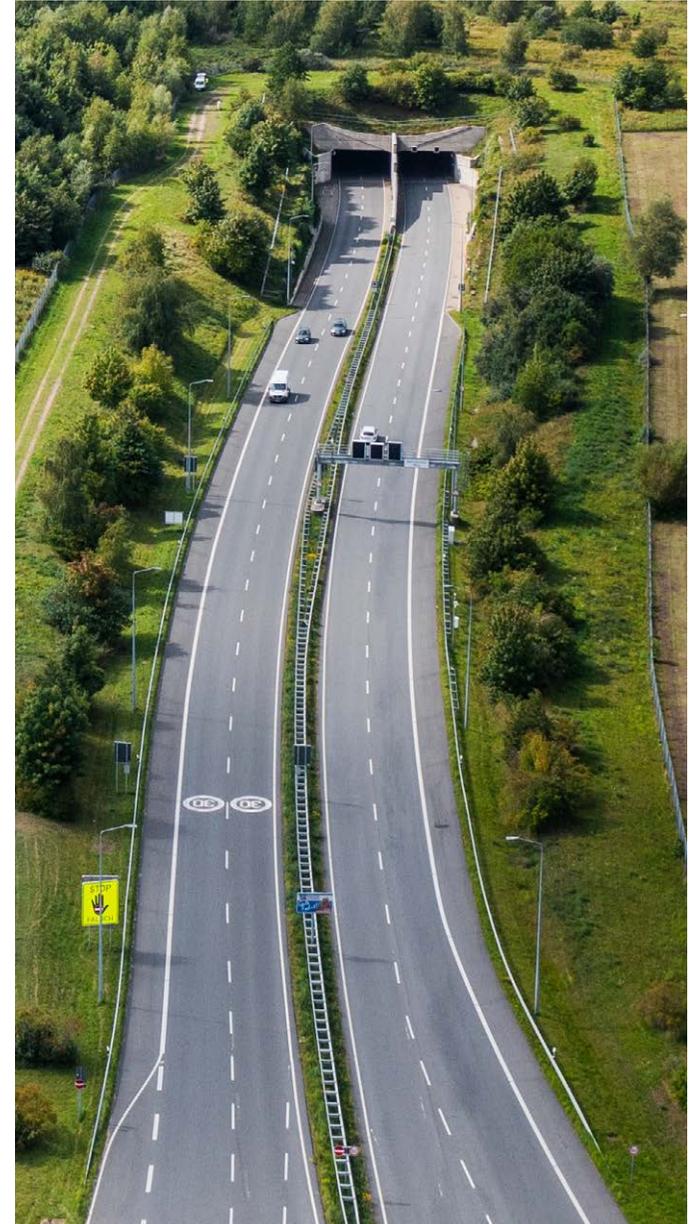
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Acknowledgement of Country

Atlas Arteria acknowledges the Traditional Custodians of country throughout Australia, and their connections to land, sea and community. We pay our respects to their Elders past, present and emerging and extend that respect to all Aboriginal and Torres Strait Islander peoples today. As a global owner, operator and developer of toll roads, we extend our respect to the First Nations custodians in every location where we live and work and to their past, present and ongoing contributions, which enrich our lives and communities. Keeping communities connected is at the heart of what we do; and we do so guided by our values, which encourage respect for all people in every interaction.



About this Statement

Atlas Arteria is a dual stapled structure comprising Atlas Arteria Limited (ACN 141 075 201) (**ATLAX**), an Australian public company and Atlas Arteria International Limited (Registration No. 43828) (**ATLIX**), an exempted mutual fund company incorporated in Bermuda and their subsidiaries (**Atlas Arteria**). The securities of ATLAX and ATLIX are stapled and traded together on the Australian Securities Exchange (ASX:ALX).

This is Atlas Arteria’s fourth Modern Slavery Statement (**Statement**). It incorporates Atlas Arteria Holdings Australia Pty Ltd’s (ACN 661 837 789) (**AAHA**) first modern slavery statement as a reporting entity. It has been prepared in accordance with the Modern Slavery Act 2018 (Cth) (**Act**) for the financial year ending 31 December 2023 (FY23).

In prior years, while prepared in accordance with the requirements of the Act, our statements were published on our website. They were not lodged with the Attorney General, nor published on the Australian Government’s Modern Slavery Statements Register, as Atlas Arteria did not meet the mandatory reporting requirement established by the Act.

Modern Slavery Act Criteria

This Modern Slavery Statement was prepared to meet the mandatory reporting criteria set out under s16(1) of the Act.

The table below identifies where each criterion is disclosed within this Statement.

Modern Slavery Act Criteria	Page
Identify the reporting entity	2
Describe the structure, operations and supply chains of the reporting entity	8–12
Describe the risks of modern slavery practices in the operations and supply chains of the reporting entity, and any entities that the reporting entity owns or controls	14–18
Describe the actions taken by the reporting entity, and any entity that the reporting entity owns or controls, to assess and address those risks, including due diligence and remediation processes	20–25
Describe how the reporting entity assesses the effectiveness of such actions	29
Describe the process of consultation with any entities that the reporting entity owns or controls	30
Include any other information that the reporting entity, or the entity giving the statement, considers relevant	3–6, 10

Following our 2022 acquisition of a 66.67% interest in the Chicago Skyway, AAHA (a wholly owned subsidiary of ATLAX) recorded revenue in excess of AUD\$100 million. Thus, in 2023 it became a ‘reporting entity’ under the Act.

AAHA is the only reporting entity within Atlas Arteria. It was incorporated in August 2022 and its Board, comprising Atlas Arteria’s CEO and CFO, sits in Australia.

AAHA is a holding company within Atlas Arteria. Its only activity is holding Atlas Arteria’s investment in the Chicago Skyway. All of its policies, processes and suppliers are those of Atlas Arteria. It does not have employees or enter into operational contracts. Accordingly, to ensure that Atlas Arteria’s efforts to mitigate and eradicate modern slavery are reported in a meaningful and transparent manner, we have elected to provide a single, consolidated, joint report on behalf of Atlas Arteria, including AAHA.

This Statement is prepared and lodged with the Attorney-General as a joint Statement, on behalf of AAHA as a reporting entity. It covers all the entities comprising Atlas Arteria, including its controlled businesses, Warnow Tunnel and Dulles Greenway. It reports the steps taken by Atlas Arteria and each of its controlled businesses

to assess and address modern slavery risks in their operations and supply chains. This Statement also provides information as to the approach applied by businesses in which Atlas Arteria invests, but does not control, being the Chicago Skyway and the APRR Group.

Details about the consultation process established between Atlas Arteria and the entities included in this Statement are provided at the end of this Statement.

Any reference in this Statement to ‘Atlas Arteria’, ‘us’, ‘we’ and/or ‘our’ are references to Atlas Arteria’s corporate operations and do not include references to its controlled businesses. Warnow Tunnel and Dulles Greenway are referred to and reported separately by name or described as ‘controlled businesses’. Information in relation to Atlas Arteria’s investments are reported with reference to the relevant business.

This Statement was approved by Atlas Arteria Holdings Australia’s Board of Directors on 19 June 2024 and by ATLAX and ATLIX’s Boards of Directors on 20 June 2024.

We welcome and value feedback. Please direct your feedback and enquiries to investors@atlasarteria.com.



Message from our CEO



I am pleased to present Atlas Arteria's fourth Modern Slavery Statement, which details the progress we made in 2023 and our ongoing efforts towards addressing the risks of modern slavery in our operations and supply chains.

Since internalising management in 2019, we have worked hard towards developing and maintaining a strong corporate culture that has laid a strong foundation for growth and have developed a sustainability framework that forms part of the way we work.

Prioritising a robust Environmental, Social, and Governance (ESG) framework has been at the forefront of our strategy. This commitment has directed our efforts not only toward sustainable business practices but also toward diligently respecting human rights, in particular through proactively addressing modern slavery risks within our operations and supply chains.

Transparency is at the heart of our approach. We believe that openness in our operations and initiatives is crucial, as it not only fosters trust with you – our partners, investors, people and customers – but also holds us accountable to the high standards we set for ourselves.

In 2023, we refined our global approach towards human rights, including our fight against modern slavery, by developing our Human Rights Commitment Statement, and beginning the process to join the United Nations Global Compact (UNGC), which we successfully became a member of in April 2024. As a UNGC participant we have formally committed to progressing the UN Sustainable Development Goals (SDGs).

Our 2023 Sustainability Report illustrates our ongoing commitment to the SDGs most relevant to our business, emphasising our transparent reporting practices. In this Statement we focus mainly on our contribution towards SDG 8 (*Decent work and economic growth*) notably through the measures we take to eradicate forced labour, and end modern slavery and human trafficking.

We understand that the fight against modern slavery requires continuous evolution and improvement. As such, we are committed to constantly enhancing our human rights strategies. This involves the continuous efforts of a dedicated working group within our organisation, conducting rigorous assessments to refine our practices to ensure they not only meet current standards but also set new benchmarks for excellence and responsibility.

Raising awareness across our businesses is a pillar of our strategy. By educating and engaging our teams at all levels, we ensure that our commitment to human rights is embedded throughout our operations. This widespread awareness is crucial for fostering an environment where ethical practices thrive and violations have no place.

This Modern Slavery Statement is more than a document – it is a testament to our ongoing dedication to eradicate injustices and promote a sustainable and equitable future. It is also a call to action for continuous partnership, improvement, and vigilance against violations of human rights within our industry and beyond.

Graeme Bevans
Atlas Arteria CEO and Managing Director



The information in this Statement has not received approval from the United Nations and does not represent the opinions of the United Nations, its officials, or its Member States. For additional information, please visit the UN Sustainable Development Goals website.

About us

Atlas Arteria (ALX) is a global owner, operator and developer of toll roads, with a portfolio of five toll roads in France, Germany and the United States.

We are focused on ensuring that our customers and the communities in which we operate, are well served by the transport links we provide. The roads we own, operate and develop, deliver our customers the benefits of reduced travel time, greater time certainty and reduced fuel consumption and carbon emissions. We are committed to playing a positive role in society and creating long-term value for our stakeholders. From investors and customers to employees and communities, we take our responsibilities seriously. Embedding sustainable business practices is at the core of our strategy for success.



Our Vision and Values

We work to create long-term value for our stakeholders through considered and disciplined management and sustainable business practices.



Our key stakeholders:

- Customers
- Communities
- Employees
- Securityholders
- Co-investors
- Governments and regulatory authorities
- Partners and suppliers

OUR VISION

Our vision is to benefit the communities in which we operate through reduced travel time, greater time certainty, reduced fuel consumption and carbon emissions and to provide an enjoyable travel experience.

OUR VALUES

Our values guide the decisions we make and the way we behave as we work together towards our vision. In living and breathing our values, we can create strong growth for securityholders and better outcomes for our customers, our communities and our people. To us, great performance is as much about how we get there and not just the end result. That's why our people's success is evaluated against our five values, along with their role responsibilities.

OUR GUIDING VALUES

When we are guided by these values, we are acting in the best interests of one another, our securityholders, our customers and our communities. In this way, together, we're driving better outcomes.



Safety is at our heart

We care about our people, partners and customers and believe that their health, safety and wellbeing come first. We are proud to promote a culture of awareness and action where our people take accountability to identify opportunities for change. We want our workplaces to be safe places for all people.



Transparency in all we do

We are open, honest and straightforward in the way we communicate. Our people feel connected to what is happening across our businesses in the way we share information. We take a 'no surprises' approach to keeping people informed and trust each other to do the right thing. We understand the importance of cultivating a safe environment where people know they can speak up at any time.



Engage for better outcomes

We are committed to making meaningful connections that improve the way we work. We are open, curious and challenge constructively. We work hard to ensure that everyone feels heard and that feedback is welcome. We are connected to our purpose and strategy and are committed to working together to deliver.



Environmentally and socially responsible

We understand the responsibility we have to the environment, the community and each other, and we take our commitments seriously. We encourage our people to be curious and look for innovative ways to minimise adverse impacts, no matter how big or small.



Respect in every interaction

We expect respect in every interaction. We value the time, perspective, and experience of others and demonstrate that in the way we treat them. We work hard to ensure a truly inclusive workplace where all people feel seen, heard and valued. We know how important it is to do the right thing and ensure we act ethically, lawfully and responsibly at all times.

Our Journey so far

2019

Internalisation of management

- Appointment of an independent management team and termination of the management arrangement with Macquarie Group Limited
- Development of our corporate policy framework, including our Code of Conduct
- Adoption of our Vision and Values Statement, incorporating our STEER principles: Safety, Transparency, Engagement, Environmental and social responsibility and Respect.
- Adoption of a new Sustainability Framework and Strategy with four clear priorities: Safety; Customers and community; Our people; and Environmental stewardship.

2021

Publication of our first Modern Slavery Statement (FY20)

- Review and update of our Supplier Code of Conduct for Atlas Arteria, Dulles Greenway and Warnow Tunnel
- Implementation of a third-party provided platform to support supplier due diligence for Tier 1 suppliers with spend over (local currency) 10,000 (i.e. supplier due diligence), for Atlas Arteria Corporate, Dulles Greenway and Warnow Tunnel
- Delivery of training on the supplier due diligence process to all Atlas Arteria staff
- Development of a formal process for the ongoing monitoring and assessment of due diligence reports on suppliers to Atlas Arteria, Dulles Greenway and Warnow Tunnel
- Launch of the 'Atlas Foundations' training program for all Atlas Arteria staff (including modules on our Code of Conduct and modern slavery)

2023

Publication of our third Modern Slavery Statement (FY22)

- Launch of our refreshed Vision and Values Statement, and STEER Principles
- Development of Atlas Arteria's human rights action plan
- Identification of risks across our supply chain, including in relation to Tier 1 and Tier 2 suppliers in high-risk segments of our supply chains
- Update of modules in our Atlas Foundations series, including Modern Slavery, Anti-Bribery and Corruption and Whistleblowing, and refresh of compliance training
- Enhanced process around assessment, testing and monitoring of our supplier risks
- Launch of an internal platform providing access to donation, sponsorship and volunteering programs, encouraging employees to seek out opportunities to positively impact their local communities

2020

Beginning of our modern slavery journey

- Decision to publish a Modern Slavery Statement (as non-reporting entity under the Act)
- Collaboration with external advisers to develop a modern slavery risk framework and supplier risk assessment tool
- Review of existing Tier 1 suppliers with annual spend above AU\$10,000 (or equivalent in local currency)
- Adoption of our Supplier Code of Conduct, to support us in communicating our expectations of Tier 1 suppliers – applicable at Atlas Arteria, Dulles Greenway and Warnow Tunnel
- Development of modern slavery supplier questionnaires and modern slavery clauses in supplier engagements

2022

Publication of our second Modern Slavery Statement (FY21)

- High level analysis of our extended supply chain risks through a targeted review of Tier 1 suppliers with an elevated risk profile
- Review of the outsourcing and offshoring practices of our financial and IT suppliers
- Development of internal guidelines for responding to any reports of modern slavery in our operations and supply chains
- Integration of human rights considerations into our corporate policies
- Testing of our whistleblowing reporting processes to assess effectiveness
- Establishment of a supplier due diligence working group, tasked with regularly reviewing and assessing our direct suppliers' flagged risks, to determine whether further investigation and/or steps to mitigate risk are warranted
- Involvement of all Atlas Arteria staff in a detailed consultation process to refresh our STEER Principles

2024+

Publication of our fourth Modern Slavery Statement (FY23)

Looking Forward

- Publication of Atlas Arteria's Human Rights Commitment Statement
- Participation in the UN Global Compact and the Global Compact Network Australia
- Embedding the principles set out in Atlas Arteria's Human Rights Commitment Statement into all relevant processes and policies
- Reviewing our supplier due diligence platform, to identify opportunities to improve report quality and investigation processes
- Appointing a new, independent whistleblower service provider, with live call answering in local languages and strong investigatory support capabilities
- Implementing a new risk management platform
- Training refresh on Atlas Arteria Code of Conduct

> OUR STRUCTURE, OPERATIONS AND SUPPLY CHAINS



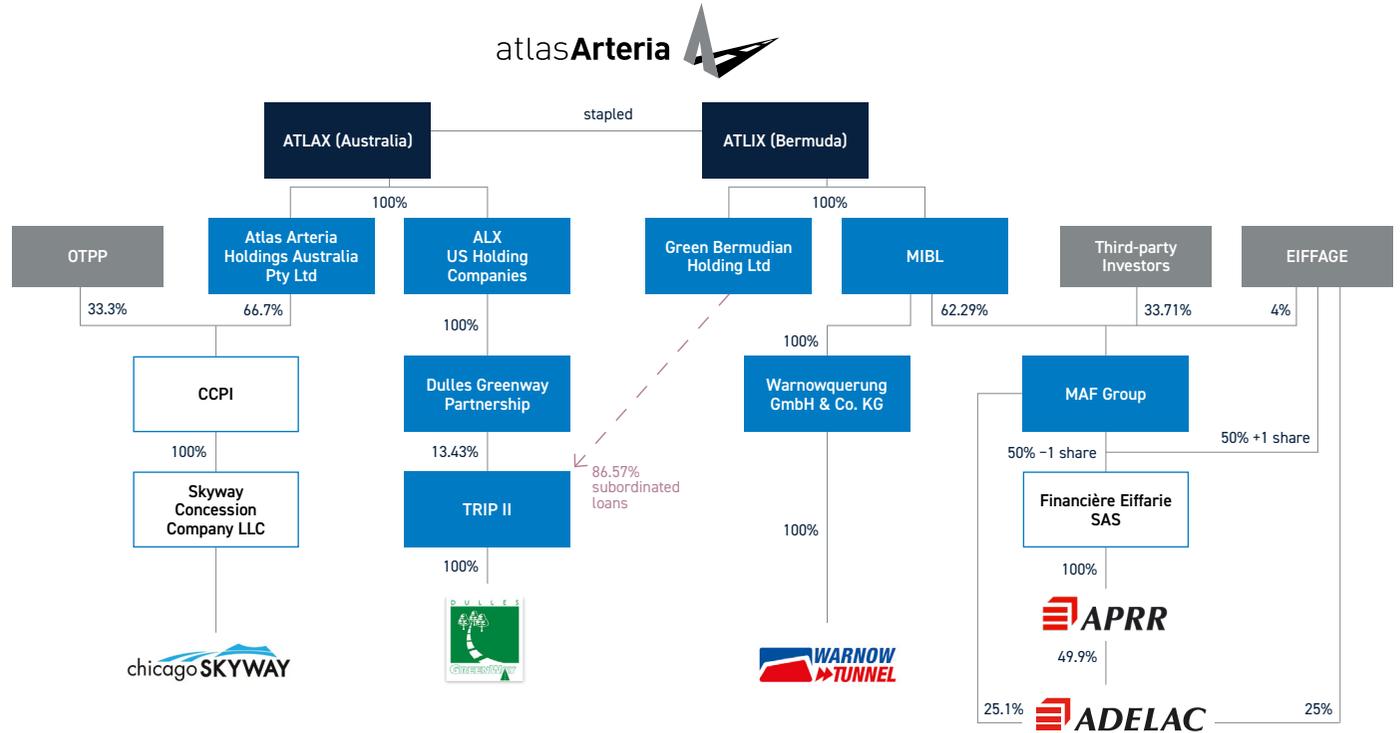
Our Structure

To support Atlas Arteria's stapled structure, ATLAX and ATLIX have entered into a co-operation deed which provides for the sharing of information, adoption of consistent accounting policies and co-ordination of reporting to securityholders.

The Board of ATLAX sits in Australia. The Board of ATLIX sits in Bermuda.

Atlas Arteria is headquartered in Melbourne, Australia. In addition, we have corporate offices in Luxembourg, the United States and Bermuda.

Atlas Arteria's portfolio comprises five toll roads businesses located in France, Germany and the United States.



Simplified structure chart as at 31.12.2023. More details are available on our website [here](#)

Businesses	Ownership structure
Warnow Tunnel 100% interest	Atlas Arteria has a 100% interest in the concessionaire Warnowquerung GmbH & Co. KG (WQG), the concessionaire partnership, and its general partner.
Dulles Greenway 100% economic interest	Toll Road Investors Partnership (TRIP II), a limited partnership, owns the concession to operate the Dulles Greenway until 15 February 2056. Atlas Arteria's interest in TRIP II is held via 13.4% equity interest held by Dulles Greenway Partnership (13.3%) and the General Partner (0.1%); and two subordinated loans secured against the remaining 86.6% of the other limited partners' equity interest in TRIP II.
Chicago Skyway 66.67% interest	Calumet Concession Partners Inc. (CCPI) holds a 100% indirect equity interest in Skyway Concession Company LLC, the concessionaire of the Chicago Skyway. AAHA holds a 66.67% equity interest in CCPI. Green Bermudian Holdings Ltd (a wholly owned subsidiary of ATLIX) holds 66.67% of the total shareholder loans notes on issue from CCPI. The remaining 33.33% equity interest and shareholder loans notes in CCPI are held by a third party, Ontario Teachers' Pension Plan (OTPP).
APRR 31.14% interest	APRR is currently jointly owned by MAF Group and Eiffage. Atlas Arteria's 31.14% interest in APRR is held through the MAF Group. Eiffage, a concession and construction company listed on the French stock exchange, holds approximately 52.00% indirect interest in APRR via a 50.0% plus one share interest in Financière Eiffage SAS (FE) and a 4.00% interest in the MAF Group. The remaining approximate 16.86% interest is held indirectly by other third-party investors.
ADELAC 31.17% interest	Atlas Arteria's 31.17% indirect interest in ADELAC is held via a 15.63% through MAF2 SA (being 62.29% of MAF 2 SA's 25.1% interest in ADELAC); and a 15.54% proportionate holding through its indirect interest (being 31.14% in APRR's 49.9% interest in ADELAC).

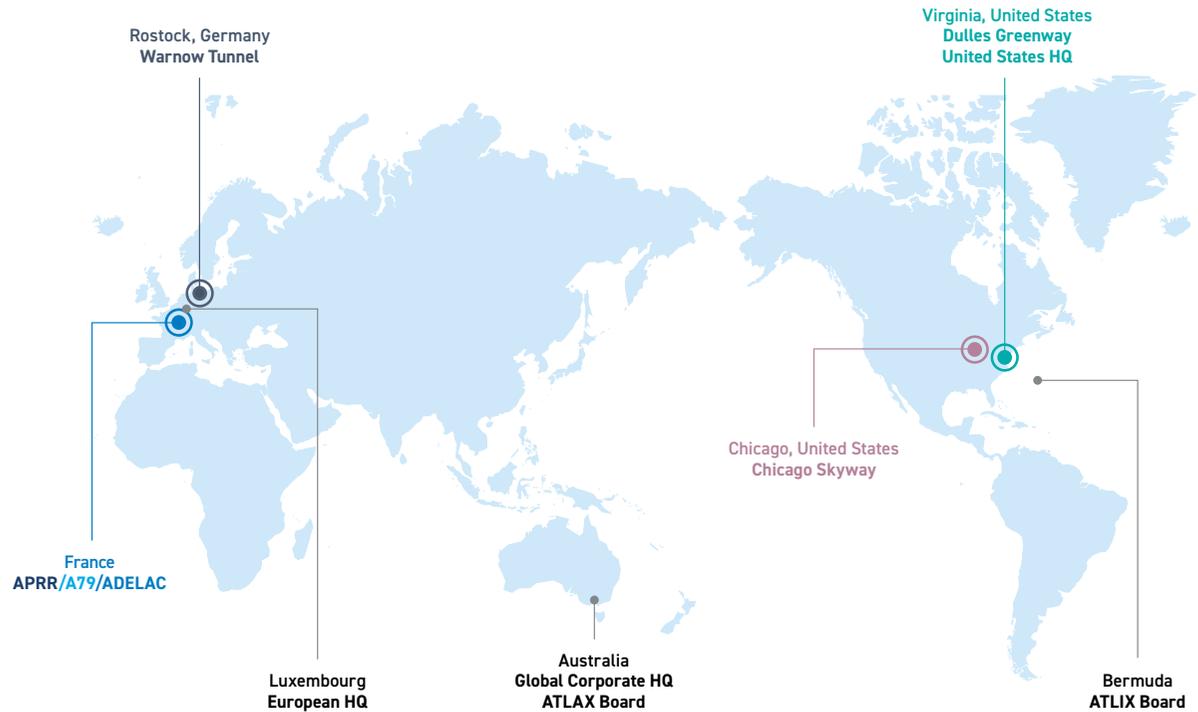
Our Operations

Today, the Atlas Arteria group consists of five toll road businesses in France, Germany and the United States.

Corporate operations

Atlas Arteria's corporate operations provide support and oversight of the financial and operating policies and decisions of its controlled businesses, as well as supporting the governance and other requirements of the listed, stapled structure in Australia.

At the end of FY2023, Atlas Arteria's workforce was composed of **41 employees and 2 contractors** (20 women and 23 men) located in Australia (31), the United States (5) and Luxembourg (7).



Businesses operations

Controlled businesses

WARNOW TUNNEL

Ownership: 100%
 2.1km road and tunnel in Rostock, Germany
 2053 concession expiry
 Employees: **39** (23 women, 16 men)
[Warnow Tunnel website](#)



DULLES GREENWAY

Economic ownership 100%
 22km commuter route into the greater Washington DC area
 2056 concession expiry
 Employees: **15** (5 women, 10 men)
[Dulles Greenway website](#)



Non-controlled businesses (Investments)

CHICAGO SKYWAY

Ownership: 66.67%
 12.5km toll road connecting Chicago and Northwest Indiana
 2104 concession expiry
 Employees: **65** (31 women, 34 men)
[Chicago Skyway website](#)



APRR GROUP

Ownership: 31.14%
 2,424km motorway network in Eastern France
 2035 concession expiry¹
 Employees: **3,582** (1,285 women, 2,297 men)
[APRR website](#)



ADELAC

Ownership: 31.17%
 20km commuter road connecting Annecy to Geneva
 2060 concession expiry
[ADELAC website](#)



1. APRR concession expires in November 2035, AREA concession expires in September 2036, A79 concession expires in February 2068.

APRR

APRR (together with its subsidiaries AREA and ADELAC) is France's second-largest toll road network and Europe's fourth-largest motorway group, employing over 3,000 people. APRR builds, maintains and operates its motorway network under concession contracts with the French State.

The Eiffage group of companies (Eiffage) is France's third-largest construction and concessions group. Atlas Arteria holds an indirect equity interest of 31.14% in APRR (31.17% in ADELAC) and Eiffage holds an equity interest of approximately 52% in APRR. As such, APRR is subject to Eiffage's duties, policies and procedures relating to human rights and the fight against modern slavery and human trafficking.

Eiffage's approach includes reference to the Universal Declaration of Human Rights, the 2017 French Duty of Vigilance Law, the UK Modern Slavery Act 2015, the European Taxonomy proposals, the UN Global Compact, the International Labour Organisation (ILO) core conventions and the UN Guiding Principles.

Eiffage is committed to respecting human rights and freedoms. Eiffage's values apply to all of its operations including APRR. All countries in which the group operates have ratified the core conventions of the ILO and Eiffage has confirmed its commitment to complying with them, including those in relation to:

- prohibition of forced labour;
- prohibition of child labour;
- discrimination; and
- freedom of association.

By joining the UN Global Compact from 2005, Eiffage made a commitment to incorporate, spread and advance the major UN principles. The UN Global Compact encourages companies to embrace, support and enact, within their sphere of influence, a set of core values in the areas of human rights, labour standards, the environment and anti-corruption. Every year Eiffage renews its commitment to the Secretary General of the United Nations in its "Communication on Progress". This document is publicly available and details all the group actions aimed at achieving the objectives defined in accordance with the UN Global Compact principles.

Under the French Duty of Vigilance Law 2017, Eiffage is required to effectively prevent human rights violations and environmental risks, including in its controlled subsidiaries, subcontractors and suppliers. It does so through the establishment, implementation and publication of an annual Duty of Care Plan ('plan de vigilance'). Eiffage's Duty of Care Plan is developed collaboratively between the relevant departments and divisions of the group (including APRR). This is integrated with Eiffage's Annual Report (also known as its Universal Registration Document).

APRR (as part of Eiffage) observes the six key stages of human rights due diligence presented in the UN Guiding Principles. This due diligence process is detailed in Eiffage's Duty of Care Plan, reinforced through the following actions:

- CSR (corporate social responsibility) risk mapping to identify and assess Eiffage's potential negative impacts on human rights. Eiffage assessed these risks as low ('net risk') in 2023 and therefore they do not appear as a 'major risk' in the group map;
- Adoption in 2023 of a Declaration on Human Rights, complementing the declaration of Eiffage's commitment to the fight against modern slavery and human trafficking;
- Extending access to the whistleblower reporting system to external stakeholders, with a procedure for internal investigations, including the formalisation of follow-up of remedial actions.

The risks Eiffage identified in relation to human rights and fundamental freedoms, together with a plan for addressing and mitigating them, are set out in its Duty of Care Plan.

Eiffage has not been the subject of any condemnation for non-compliance with human rights. No referral was accepted by a National Contact Point (NCP) of the OECD.

Eiffage stands ready to respond to any question or request for information from the Business & Human Rights Resource Centre (BHRR) within three months.

Human rights covered by the risk matrix of Eiffage's Duty of Care Plan

- Healthy and respectful relationships with local populations
- Cybersecurity and data confidentiality
- Fight against all forms of modern slavery
- Freedom of association and collective bargaining
- Labour recruitment practices
- Working conditions – Decent, fair and favourable environment
- Harassment
- Discrimination, diversity and inclusion
- Skills development and employability

Our Supply Chains

The profile of our corporate and controlled businesses' direct supply chains has remained stable over the years, primarily consisting of suppliers of goods and services with whom we have longstanding relationships.

Over recent years the increased volume and quality of disclosure among our Tier 1 suppliers has allowed us to significantly enhance our understanding of our supply chains' structure at a Tier 2 level and beyond. However, significant challenges persist, particularly in identifying sub-tier suppliers within the networks of smaller suppliers. Many of our smaller, independent Tier 1 suppliers lack sophisticated processes for managing and monitoring their own supply chains, making it difficult to trace the origins of goods and services further through their supply chains.

Corporate Supply Chain

Atlas Arteria's corporate supply chain profile remains consistent year-to-year with stability in the types of suppliers we engage. The main variation observed is in the spend proportions across the different categories, which vary depending on our operational needs.

Direct Suppliers

For FY23, our total spend amounted to approximately AU\$18 million across our corporate offices, encompassing a little under 100 suppliers (with a spend over AU\$10,000).

The largest spend categories across our corporate offices consisted of professional services (including legal, advisory, financial, compliance and audit services), insurance, and office space leasing (including office-management-related services).

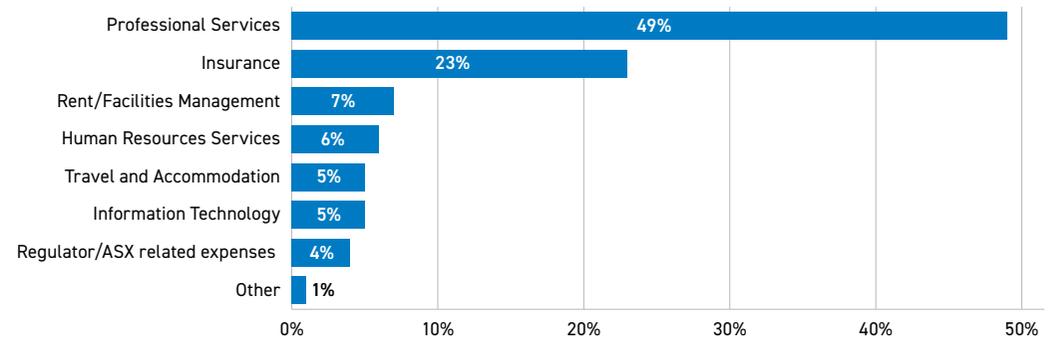
99% of our total spend was within the countries where our corporate offices are located.

Sub-Tier Suppliers

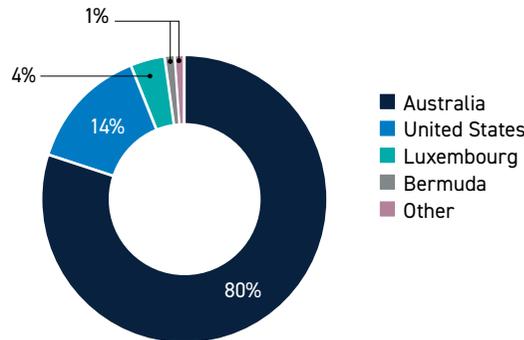
In 2023, we worked to further enhance our understanding and monitoring of our sub-tier suppliers. This was driven by our analysis of non-financial reports published by a significant number of our direct suppliers, which provided critical insights into their labour practices, among other areas.

These reports have extended our visibility into our supply chain. With this knowledge we are positioned to better detect potential risks of modern slavery, address compliance, and (where we have the necessary influence and spend) drive improvement. This initiative is integral to our broader strategy of promoting transparency, responsibility, and sustainability throughout our operations.

Spend by Category %



Spend by Geography %



Our Supply Chains

Business Supply Chains

The supply chains of Warnow Tunnel, Dulles Greenway, and the Chicago Skyway are fundamentally similar in composition.

They all engage a broad range of suppliers for the provision of products and services to support the operation and maintenance of their roads, and their business operations.

Composition

The key categories of suppliers (for which the spend proportions can vary for each business, from one year to another, depending on their operational needs) include:

- **Professional Services:** technical consulting services, as well as legal, compliance and audit services;
- **Information Technology:** Systems for managing toll collection, including customer account management, payment processing, and reporting, software and hardware to monitor and manage traffic flow, including real-time traffic monitoring and automated incident detection;
- **Maintenance, repair and operating;** construction contractors specialising in road construction and heavy civil engineering and maintenance contractors responsible for routine and emergency maintenance tasks, including pothole repairs and resurfacing.

Stability and Consistency

All three businesses maintain a stable pool of known suppliers, ensuring consistency and reliability in their operations. This stability translates to a consistent year-on-year profile for each business's supply chain. The continuity of supplier relationships supports operational efficiency and minimises disruptions, providing a solid foundation for long-term project planning and execution.

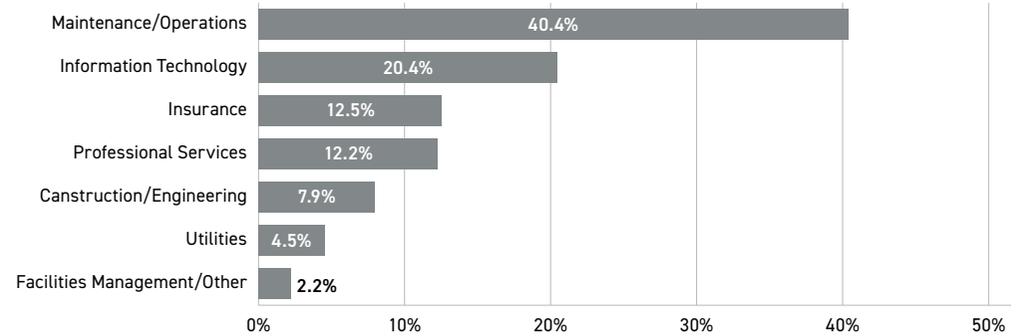
Spend Variations

While the overall profile of these supply chains remains stable, the proportion of spend can vary from year to year. These variations are typically project-driven. For instance, there may be significant expenditure on technical consulting services in the year preceding the realisation of a major technical project. This project-driven spend variability is a common trait across all three businesses, reflecting the dynamic nature of infrastructure development and maintenance.

Warnow Tunnel

- 35 direct suppliers with a spend over €10,000
- Total spend equivalent to approximately A\$2.4 million
- Over 97% of total spend within Germany

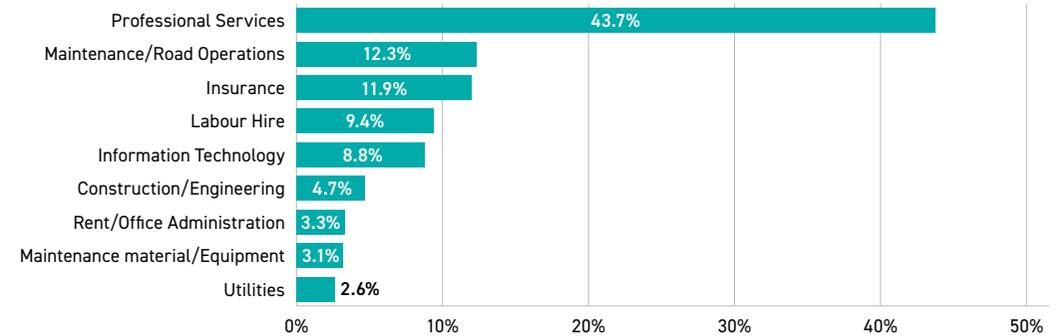
Spend by Category %



Dulles Greenway

- 67 direct suppliers with a spend over US\$10,000
- Total spend equivalent to approximately A\$12.3 million
- Over 98% of total spend within the US

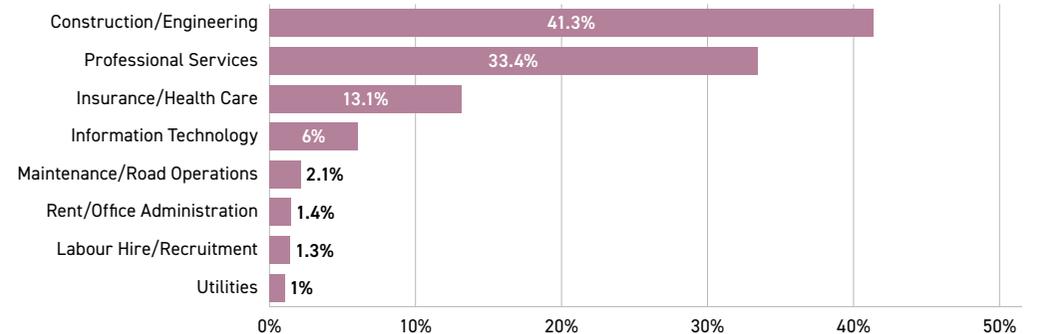
Spend by Category %



Chicago Skyway

- 112 direct suppliers with a spend over US\$10,000
- Total spend equivalent to approximately A\$40.4 million
- 100% of total spend within the US

Spend by Category %



> IDENTIFYING MODERN SLAVERY RISKS IN OUR OPERATIONS AND SUPPLY CHAINS



Identifying Modern Slavery Risks in our Operations and Supply Chains

While modern slavery constitutes the most severe and egregious form of human rights violation and sits at the extreme end of the exploitation spectrum, we recognise that modern slavery practices may still arise even where extreme human rights violations are not identified. A combination and an accumulation of certain actions may, over time, culminate in people working in oppressive or unsafe working environments.

The United Nations Guiding Principles on Business and Human Rights (UNGPs) are the global standard for preventing and addressing business-related human rights harms, including modern slavery. The UNGPs help businesses to determine their level of involvement in actual or potential human rights abuses such as modern slavery, based on a continuum of involvement: 'cause', 'contribute' and 'directly linked'; and to understand how they are expected to respond, including in relation to remediation.

To identify the potential risks of modern slavery within our operations and supply chain, we considered four risk factors: sector and industry risk; product and service (supply) risk; geographic risk; and entity risk (i.e., governance structure/business model risks). The opacity of certain segments across supply chains can, in some instances, itself present a 'hidden risk' to be factored into the analysis.

We look for and consider the risk of a full range of potential violations from forced labour, to less severe but still significant violations, which may indicate or be precursors to modern slavery, such as discrimination, roles more likely to be held by vulnerable workers (such as low skilled or transitory work), or unsafe working conditions (such as a failure to meet basic organisational health and safety standards).

Cause	a company may cause modern slavery if its operations directly result in modern slavery.	e.g. by employing workers in conditions of forced labour or debt bondage.
Contribute	a company may contribute to modern slavery where its acts or omissions facilitate or incentivise modern slavery.	e.g. by acquiring services or goods at a price which does not realistically allow for employees to be paid properly.
Directly linked	a company may be linked to modern slavery through its investments or business relationships.	e.g. by acquiring goods produced by a supplier using material sourced from a sub-supplier using child labour.

> Sector and industry risks	> Product and service risks	> Entity risks	> Geographic risks	> Hidden risks
<ul style="list-style-type: none"> - Higher risks are associated with low-skilled labour and a reliance on outsourcing - Reported occurrences of modern slavery or unlawful labour practices - Reliance on offshore labour agencies 	<ul style="list-style-type: none"> - Higher risks are associated with certain products, such as rubber and construction materials - Systemic, excessive discounted pricing or shortened delivery times - Known or reported association with labour exploitation with production/ supply of goods/services 	<ul style="list-style-type: none"> - Some suppliers may have a record of poor practices or human rights violations - Poor or inadequate policies or processes - Poor reporting mechanisms or opaque and complex supply chains 	<ul style="list-style-type: none"> - Higher risks in countries with poor rule of law and human rights records, inadequate employment laws, or no mandated minimum requirements for working conditions - Systemic corruption 	<ul style="list-style-type: none"> - Areas of the supply chain where there is little visibility, for example, where a supplier subcontracts part of their work out, can point to heightened risk.

In our Operations

The risk of modern slavery across Atlas Arteria and its controlled businesses remains low, as in prior years. This assessment rests on a number of factors:

- Our corporate and controlled business operations are conducted in countries where robust systems of well observed laws protect universally recognised human rights, and set high standards regarding employees' rights, minimum standards for wages, health and safety, working hours and leave. We strongly adhere to all laws.
- Our Vision and Values are strongly ingrained in our on-boarding, ongoing training and key messaging to staff, including via our Code of Conduct. Our whistleblowing training was refreshed in 2023, together with training on identifying and reporting potential instances of modern slavery. Our employees are encouraged to speak up about matters they consider may be at odds with our values.
- Our staff generally comprises a highly-skilled, professional workforce, with little reliance on outsourcing. In 2021-22 we reviewed employee profiles, hiring practices, workplace policies and procedures across our business. No indicators of modern slavery were found.
- Our teams are small and our people leaders are easily accessible. Our employees have ample opportunity to speak up, via direct conversation with their managers and/or colleagues, our executive team or through our whistleblower service.

Beyond legal compliance, we place a significant emphasis on the mental health and well-being of our employees. We actively solicit employee feedback through our annual engagement survey, allowing our team members to anonymously voice their concerns and suggestions, thus enabling us to continue to make meaningful improvements to our ways of working.

We continue to monitor legislative changes to ensure our workplace policies and practices are relevant and compliant. In 2023 we undertook an independent review of our policies, processes and practice in support of the principles set out in Australia's 'Respect at Work' laws. Through this review, we identified several areas in which we are working to implement further improvements.



In our Supply Chains

While our supply chain presents Atlas Arteria's greatest exposure to modern slavery risks, we are confident that our Tier 1 suppliers present low risk. Suppliers to Atlas Arteria and its controlled businesses remain largely the same year-on-year. Accordingly, the descriptions of risk from our previous Modern Slavery Statements remain current.

By primarily contracting with well-known and reputable local suppliers, we are able to effectively mitigate Tier 1 supplier risks. This approach leverages the lower risk of modern slavery typically associated with the countries where we operate.

Many of our larger suppliers have their own, robust risk management systems and are subject to modern slavery reporting either in Australia or in other jurisdictions in which they operate (e.g. the UK). However, this is frequently not the case for our smaller, local suppliers. While our due diligence suggests that they do not present a direct risk, these entities typically lack the sophisticated risk management systems that larger companies implement, which could leave them vulnerable to modern slavery risks within their own supply chains. Our small local suppliers may not effectively identify, assess, or mitigate the potential for unethical labour practices in their own networks, particularly at the sub-tier levels. We recognise that this disparity in risk management capabilities across different suppliers in our supply chain means that risk may be heightened when engaging smaller suppliers, despite their proximity and familiarity.

Atlas Arteria's method for assessing risk in its supply chains takes into account various risks related to category, country, workers, and supplier management. For instance, a supplier in a high-risk country with a vulnerable workforce might have robust management practices in place to counteract risks. On the other hand, a supplier from a lower-risk country with a less vulnerable workforce could have inadequate management practices, leading to labour and modern slavery risks. We use the indicators presented on page 14 to gauge risk, understanding that typically no single indicator can alone define risk.

While our size (and the size of our spend) limits the influence we have to impact the supply and labour arrangements of many of our suppliers, our strong and often long-term relationships will enable us to engage with them, should we identify any potential modern slavery risk.



Our Approach

We adopt a targeted, risk-based approach to assessing our modern slavery risks. Leveraging data compiled by Walk Free's Global Slavery Index¹, we focused our approach on identifying high-risk goods and services used in our supply chains (irrespective of the total spend per supplier).

In view of the way we conduct our corporate and business operations, we applied the 'continuum of involvement' framework. We determined that while there was no instance in which we would cause or *contribute* to any modern slavery risk, there existed possible instances where we could be *directly linked* to modern slavery through our supply chains.

On this basis, considering the profile of Atlas Arteria and its controlled businesses' operations and supply chains, we have identified the following areas presenting a potential higher risk of modern slavery:

High risk category	Potential risk	Form of modern slavery risk(s)	Potential level of involvement
Offshore labour Industry Geography	We use financial and professional services providers who locate part of their 'back office' and analytical support activities in geographies with low labour cost. These countries are often characterised by less stringent employment regulation and weaker 'rule of law', and thus are inherently more likely to face modern slavery risks.	Forced labour, debt bondage, deceptive recruitment for labour services.	While the risk of modern slavery is quite low considering the profile of the workforce concerned (skilled, educated), there is a potential risk of being directly linked to other less severe human rights violations.
Labour hire Industry	We use labour hire agencies, generally to supply toll booth operational staff at the Dulles Greenway.	Forced labour, debt bondage, deceptive recruitment for labour services.	Potential risk of being directly linked to modern slavery where workers may come from vulnerable populations, including migrant workers.
Facilities and cleaning services Industry	We use external third-party cleaning services for the corporate offices and controlled businesses.	Forced labour, debt bondage.	Potential risk of being directly linked to modern slavery, where workers in these industries may come from vulnerable populations, including migrant workers.
Construction, Maintenance and Road operations Industry Supply	We use third parties for the construction and/or maintenance of our roads, service centres, facilities and associated tolling equipment and hardware.	Forced labour, debt bondage, child labour.	Potential risk of being directly linked to modern slavery if our supplier, and/or their tier 2 and beyond suppliers, source material from high risk-geographies. The risk is increased depending on the nature of materials/supplies (e.g., bricks, concrete, solar panels).
IT Material Industry Supply	We use various technology hardware as part of our day-to-day work, including laptops, monitors, headsets, keyboards and other IT peripherals across all our operations. Warnow Tunnel and Dulles Greenway use electronic road signage and tolling technology.	Forced labour, child labour, deceptive recruitment for labour services.	Potential risk of being directly linked to modern slavery when we source electronics goods which may include components or materials manufactured or sourced from the use of forced and/or child labour.
Hotels and Accommodation Industry	We use various hotels around the world for business-related travel.	Forced labour, deceptive recruitment for labour services, human trafficking.	Potential risk of being directly linked to modern slavery within the hotel industry due to its use of vulnerable workers.

1. <https://www.walkfree.org/global-slavery-index/>

Over the last four years, we have focused on these high-risk categories (with the exception of IT Materials, where our potential to influence outcomes at the manufacturing and sourcing levels is limited).

Offshore labour	Financial and Professional Services Providers within the corporate supply chain (Australia) were questioned and monitored as regard their offshore operations.	See our Modern Slavery Statement published in June 2022 for more details.
Labour hire	Specific questionnaires and information requests were issued by Dulles Greenway to the labour hire providers in 2020.	See our Modern Slavery Statement published in June 2021 for more details.
Facilities and cleaning services	A specific questionnaire was issued to the cleaning service company hired by Warnow Tunnel in 2021, due to the potential hire of vulnerable workers in the context of the war in Ukraine.	See our Modern Slavery Statement published in June 2022 for more details.
Construction, Maintenance and Road operations	An extensive targeted questionnaire, in English and German, has been drawn up in the context of the tender initiated in 2023 by Warnow Tunnel for the installation of solar panels around the toll plaza.	Selection and engagement of supplier in 2024.

While no modern slavery risks were identified, we remain vigilant as to the dynamic nature of supply chains and continue our ongoing monitoring as part of our due diligence process.



Case Study

Hotels and Accommodation

While not material to us in previous years due to COVID-related travel restrictions, the modern slavery risks inherent in hospitality supply chains have become more salient as business travel has resumed. This was in focus in 2023 (as flagged in our 2022 [Modern Slavery Statement](#)).

The hospitality industry, and in particular hotels, face significant risks of modern slavery in their supply chains, due to their complex, labour-intensive, service focussed nature and use of low skilled workers. Key concerns include:

- **Employment Practices:** Hotels employ a varied workforce, including vulnerable temporary, migrant, and contract workers who may face exploitative conditions like unpaid wages and poor living conditions.
- **Outsourced Services:** Many hotels subcontract services such as cleaning and security, often through agencies that might not comply with labour laws, increasing the risk of forced labour.
- **Procurement of Goods:** The global supply chains for essential hotel goods, from food and amenity packages to uniforms, are often opaque and may involve areas with poor labour standards, risking violations like forced or child labour.
- **Seasonality and Casual Labour:** The fluctuating demand in tourism leads hotels to hire seasonal workers who lack job security and are prone to exploitation.
- **Hospitality Training Programs:** Some training programs exploit participants with long unpaid work hours under the guise of education.

We conducted due diligence on targeted travel and accommodation providers engaged as part of our business travel arrangements. This review was aimed at assessing whether the selected hotels upheld rigorous policies and practices that effectively mitigated risks associated with modern slavery.

Our evaluation included assessing the hotels' position on compliance with labour laws and ethical employment standards, scrutinising their employment practices, subcontracted services, and the transparency of their supply chains, through publicly available information. Our investigations indicated that these establishments maintained robust frameworks to prevent any instances of forced labour, child labour, or other exploitative practices.

> OUR ACTIONS TO ASSESS AND ADDRESS MODERN SLAVERY RISKS



Our Actions to Assess and Address Modern Slavery Risks

Our approach to modern slavery is part of our broader approach towards human rights and is shaped by the UNGPs.

We recognise that conducting due diligence on human rights is a continuous effort, and that it yields the best results when it is embedded into our business' risk management and procurement procedures.

In 2020, we established a Modern Slavery Working Group tasked with developing a 'Modern Slavery Roadmap' and establishing our Modern Slavery Risk Framework, to address the potential existence of modern slavery risks within our operations and across our supply chains. As our understanding and expertise grew, we refined our processes and built up a more sophisticated framework.

Over time, our Modern Slavery Working Group has evolved into a cross functional working group, responsible for delivering on the actions in the Modern Slavery Roadmap. It has oversight of the continuous improvement of our processes and the policies that identify and address modern slavery risks across our operations and supply chains.

In 2021 we upgraded our due diligence capability with the addition of a third-party screening tool to assist our supplier assessment and monitoring and in 2022, extended our modern slavery risk assessment to include Tier 2 suppliers. In 2023 we developed and articulated a Human Rights Action Plan (including the development of our Human Rights Commitment Statement) and commenced the work required to support our admission as participant member of the UNGC.

In 2024 we plan to continue our efforts to improve our Modern Slavery Risk Framework, by upgrading our third-party supplier due diligence tool; further developing our employees' understanding of modern slavery risks; and embedding human rights risks in our risk management systems. We intend to further harmonise our controlled businesses' practices, so as to adopt a global, uniform approach towards modern slavery and human rights across Atlas Arteria and its controlled businesses.

While we acknowledge that it is impossible to guarantee the absence of modern slavery in our supply chains, we are confident that our approach mitigates this risk. Our policies, complemented by appropriate training, due diligence processes, supplier engagement practices and targeted risk assessments, provide a solid foundation to identify, prevent, and mitigate modern slavery risks.

We understand that making a report may be challenging for workers, who may not feel comfortable with, or fully understand the reporting process. Nevertheless, we remain committed to fostering a culture of transparency and continuous improvement. We strive to strengthen our ability to combat modern slavery, promote responsible practices, and safeguard the rights and wellbeing of workers across our operations and supply chains.



Governance

Atlas Arteria's governance framework (as outlined in our annual [Corporate Governance Statement](#)) is founded on a comprehensive set of policies and procedures that uphold our Vision and Values, ensuring the effective management of modern slavery and broader human rights risks.

Atlas Arteria is dedicated to complying with all laws and regulations in the jurisdictions in which it operates. Our policies unequivocally prohibit any activities related to modern slavery, emphasising not only the risks to our business but also the prevention and mitigation of risks to workers and the maintenance of a safe environment for all.

Alongside our Human Rights Commitment Statement (developed in 2023, and approved and published in 2024), the key policies supporting our Vision and Values include:

Code of Conduct	sets out the standard of behaviour expected of directors, employees, contractors and consultants and is reflective of Atlas Arteria's Vision and Values Statement.
Workplace Health and Safety Policy	sets out the requirements for identifying and managing workplace health and safety risks which arise in Atlas Arteria's day to day activities.
Diversity and Inclusion Policy	sets out Atlas Arteria's diversity and inclusion commitments.
Environmental and Social Responsibility Policy	sets out the requirements for identifying and managing environmental and social risks which arise in our day to day activities.
Risk Management Policy	outlines Atlas Arteria's approach to risk management and the responsibilities of Atlas Arteria staff with regard to the identification, management and mitigation of risks.
Anti Bribery and Corruption Policy	prohibits the actual or attempted use of any form of bribery or corruption, either directly or indirectly, on Atlas Arteria's behalf to advance its business interests or those of its associates.
Whistleblower Policy	outlines the process for reporting any wrongdoing and requires that such matters are investigated and appropriate action is taken.
Supplier Code of Conduct	outlines the values, expectations and obligations to which Atlas Arteria's suppliers are expected to adhere.
Privacy Policy	sets out the requirements for handling of personal information collected.
HR Policy Manual (internal)	constitutes the comprehensive set of internal policies and procedures, to be read in conjunction with, or complementing the suite of Atlas Arteria's publicly available policies, including (but not limited to): <ul style="list-style-type: none"> – Employee Workplace Health and Safety – Equal Opportunity and Preventing Discrimination, Harassment, Bullying – Flexible Work and Working From Home – Personal Data Protection

Dulles Greenway and Warnow Tunnel, each operate under their own management and have their own policies, adapted to their operations and in compliance with local legislation. However, our Modern Slavery Working Group works with these businesses to ensure that our governance framework, policies and procedures are aligned and governed by common overarching principles. Atlas Arteria's policies and procedures may apply to our controlled business, either directly (where a gap exists in the controlled business' policy) or indirectly where the relevant business has adapted them to their own local requirements and practices.

Our Supplier Code of Conduct has been adapted by Dulles Greenway and Warnow Tunnel to meet their respective markets and local legal requirements. It is available on their websites and/or communicated to their suppliers (available in English and in German for Warnow Tunnel). Our whistleblower framework extends to cover both Dulles Greenway and Warnow Tunnel.

The Chicago Skyway operates in accordance with its own corporate policies. However, as part of the integration of that business, in 2023 we reviewed its governance policies and found that they align with the standards set out in Atlas Arteria's policies in all material respects.

Human Rights Commitment Statement 2024

At Atlas Arteria, the inherent dignity and equal rights of every individual are at the core of our values. As a responsible member of the global business community, we are steadfast in our commitment to uphold and respect internationally recognised human rights across all facets of our operations, supply chains, and business relationships.

In alignment with the UNGPs, our Human Rights Commitment Statement underpins our Vision and Values and outlines our commitment to respecting and promoting human rights in all our operations and business relationships.

Supplier Risk Assessment and Due Diligence

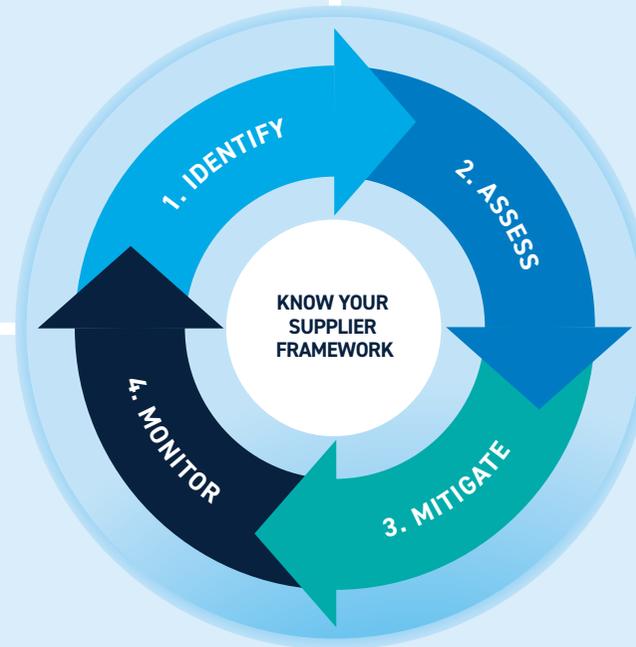
Atlas Arteria's due diligence and supplier engagement process follows the 'Know Your Suppliers' framework, based on the UNGPs guidelines. Although management practices may differ between Atlas Arteria and its controlled businesses, Dulles Greenway and Warnow Tunnel, the underlying principles remain similar and the aim is to standardise corporate and business practices and processes throughout our operations, insofar as they relate to supplier due diligence.

1. IDENTIFY

The first step is to identify potential risks associated with the supplier. This includes assessing the supplier's geographic location, business practices, and reputation.

2. ASSESS

Once potential risks have been identified, the next step is to assess the supplier's level of compliance with relevant laws, regulations and industry standards. This includes assessing the supplier's human rights record and any potential risks to workers, communities, or the environment. This may include conducting a desktop audit of the supplier and its stance on modern slavery and other factors relevant to human rights risks, asking suppliers to respond to further questions in relation to their operations.



4. MONITOR

Finally, we monitor the supplier's situation on an ongoing basis to identify any emerging risks or incidents that may impact them.

3. MITIGATE

After assessing the supplier's risk profile, we determine whether any additional measures need to be taken to better understand the relevant risk and, where that risk is not remote, to mitigate such risk. This may include setting standards for suppliers, requiring them to adopt specific policies and procedures, or engaging in ongoing dialogue with suppliers to address any concerns.

Supplier Risk Assessment and Due Diligence

1. IDENTIFY

Supplier screening: to ensure supplier alignment with our values, we conduct reputational screening via a third-party online monitoring platform. This tool provides access to comprehensive global news content, company information, and market intelligence. All suppliers across Atlas Arteria, our controlled businesses (Warnow Tunnel and Dulles Greenway), and the Chicago Skyway (a non-controlled business) that attract a spend above 10,000 in local currency are registered, screened and monitored in this system.

Profile score: we assess suppliers based on the risk factors listed on page 14. The weighted profile score categorises risk as low, medium, or high.

Reputational screening score: our comprehensive screening scans suppliers' profiles using a vast risk intelligence database. It checks and then continuously monitors sanctions, politically exposed persons, and adverse media results. This includes specific risks like modern slavery and human rights. The outcome is a traffic light risk assessment of green, yellow, or red.

2. ASSESS

Desktop audit: where our third-party reputational screening tool identifies potential risks, we proceed with a review of the publicly available information, to evaluate the compliance of the suppliers with our standards and requirements in relation to their approach to social responsibility. Potential risks are identified by analysing the data available on the suppliers as well as external resources, such as government reports, NGO databases, and industry associations, to identify high-risk areas and suppliers where modern slavery may be more prevalent.

Questionnaires: depending on the nature of the risk(s) identified, we may seek further information and assurance by issuing a bespoke questionnaire to be answered by the prospective supplier. This seeks specific information from suppliers designed to identify practices that could amount to or potentially lead to modern slavery. The questionnaire typically includes a request for an overview of the supplier's corporate policies, details of employment practices, etc.

Site visits: where possible and to the extent it seems relevant, we reserve the right to conduct an on-site visit to the supplier, to complement our desktop assessment.

External resources: where relevant and available, we leverage external resources such as industry certifications, third-party audits, and reputable databases to gain insights into the supplier's track record and compliance with relevant standards. This provides us with an independent assessment of the supplier's performance and helps us verify the accuracy of the information gathered.

3. MITIGATE

Supplier Code of Conduct: we seek to negotiate the requirement to comply with our Supplier Code of Conduct into all new contracts at Atlas Arteria and also when renewing contracts. A material breach of our Supplier Code of Conduct has the potential to result in the termination of our engagement with a supplier.

Contractual clauses: if we identify a supplier with elevated modern slavery risk, and we still consider engagement appropriate, we may seek to manage that risk by including specific contractual clauses (including access to information and rights to audit) and conduct performance reviews. Thus far we have not done so.

Training and capacity building: in certain circumstances we may consider providing training to suppliers, to help them meet our expectations for ethical behaviour. This may include training on labour rights, environmental sustainability, and anti-corruption measures. Thus far we have not done so.

Engagement and dialogue: we strive to engage in ongoing dialogue with suppliers to foster a collaborative and constructive relationship. This can include regular meetings to discuss performance and address potential issues, as well as opportunities for feedback and input from suppliers.

4. MONITOR

Ongoing monitoring: we understand that the risks associated with human rights violations are dynamic and can be influenced by political, social, and environmental factors. These changes can significantly impact the risks we face. As a result, we do not treat due diligence as a one-off exercise, but maintain continuous monitoring of our suppliers through our third-party screening tool. It promptly alerts us to potential supplier risks in real-time.

In addition, we may conduct periodic 'check-ins' with selected suppliers when we believe that certain events, such as political or environmental developments, could adversely affect our initial risk assessment. These check-ins ensure that our suppliers continue to meet our requirements and expectations.

Evaluation: each week we review new reports for our existing suppliers and for any new suppliers that have been added to the system. Any new reports that raise concern are elevated for consideration at the monthly meeting of the supplier due diligence working group, where they are colour coded and, if they raise issues requiring further consideration, are flagged and communicated to the relevant Atlas Arteria supply owner, Dulles Greenway, Warnow Tunnel or the Chicago Skyway (as relevant) for assessment and possible further action.

Risk Ratings tracked and reviewed: issues which are flagged through the due diligence process are reviewed on a regular basis and any recommended actions will be followed up with the relevant internal contact or controlled business.

Training and Awareness

All new Atlas Arteria employees receive training on modern slavery and our whistleblowing procedures during their induction, as part of our broader 'Atlas Foundations' program (detailed below). We provide refresher training every two years and give updates as to any relevant changes in law, as necessary.

The training is designed to ensure that employees have a clear understanding of their role, rights, and obligations. We prioritise equipping our employees with the knowledge and tools to uphold our principles and standards, as set out in our policies and described in detail in our training programs.

Our training content is reviewed periodically to ensure that it stays up-to-date and relevant to our business. A full review of the compliance training content included in our 'Atlas Foundations' compliance modules was conducted in 2022 and updates were made where necessary. The updated training program was rolled out throughout 2023, including modules on Modern Slavery, Anti-Bribery and Corruption, Privacy and Data Protection and our Whistleblower Policy and framework. Code of Conduct and People Matters training modules are expected to be refreshed during 2024.

Atlas Arteria's modern slavery training is also provided to key management personnel at Warnow Tunnel, Dulles Greenway and the Chicago Skyway, to supplement their respective training plans, which are otherwise generally aligned with their operations and local requirements.

The table below sets out the components of our Atlas Foundations training program:

ALL EMPLOYEES	Code of Conduct (1h)* - Presentation of the Atlas Arteria Code of Conduct - Encouragement for employees to 'Speak Up' and escalate any concerns they have if they witness an unlawful or unethical act	<ul style="list-style-type: none"> - Various forms of modern slavery in which people can be exploited - The size of the problem and the risk to our organisation - How employees can identify the signs of slavery and human trafficking - How employees should respond if they suspect slavery or human trafficking - How suppliers can escalate potential slavery or human trafficking issues - External help available for the victims of slavery - Guidance should be provided to suppliers in relation to slavery policies and controls - Encouragement and how to report circumstances which may indicate an elevated risk of Modern Slavery
	People Matters (1h 30)* - Workplace bullying, harassment and discrimination - Equal employment opportunity - Workplace health and safety	
	Modern Slavery (1h)	
	Whistleblower Policy and Framework (2h) - What whistleblowing is - Atlas Arteria Policy and framework + Whistleblower Refresher Pack for Eligible Recipients (30 min) + In-person Workshop for Management and Eligible Recipients (1h)	
	Anti-Bribery and Corruption (1h – in person) - Stamping out bribery and corruption: why is it important? - Scenario testing/realistic examples likely to align with the experience of our employees - Atlas Arteria's Anti-Bribery and Corruption Policy - Business Expenses Policy	
	Competition Law (1h)** - Training targeted at real situations our employees may encounter in our business (scenario testing/realistic examples likely to align with the experience of our employees) - Connection between these unfair practices and the potential for negative knock-on effects on human rights emphasised, in the context of our STEER values + In-person workshop for selected staff in Australian HQ (1.5h) (recording available to all employees afterwards)	
	Privacy/Data Protection (1h) - Overview of the data protection legislation (as applicable per geography) - Atlas Arteria Privacy Policy - Tasks involved in respect of data protection legislation	
	Insider Trading (1h) - Understanding insider trading regulations - Identifying and preventing insider trading	
	Continuous Disclosure (1h) - Regulatory requirements for continuous disclosure (ASX Listing Rules) - Best practices for effective disclosure management	
	MODERN SLAVERY WORKING GROUP Attendance at various ad hoc seminars and online trainings offered by law firms on the topic of human rights/modern slavery/whistleblower legislation.	

* Code of Conduct and People Matters were not included in our general training refresh in 2023. We anticipate that they will be refreshed in 2024.

** Refresher rolled out for targeted staff members – managers and anyone dealing with third parties.

Grievance Mechanisms and Remediation Systems

'Transparency in all that we do' is a core value at Atlas Arteria. We aim to ensure that we have an effective grievance mechanism for both our staff and for workers in our supply chain. We are working towards strengthening these processes and their transparency to our staff and suppliers. Through improving the effectiveness of our grievance processes, we hope to enable those reporting breaches of our policies or other unethical behaviour, to voice their concerns and access an appropriate remedy, while ensuring that such matters are properly and consistently investigated and dealt with.

Grievance mechanisms

Atlas Arteria has established a robust grievance mechanism, via our Whistleblowing Policy and independently operated whistleblowing hotline. These are designed to ensure that any issues, including those related to modern slavery within our operations or supply chain, can be reported and addressed promptly and effectively. Similar systems (including our whistleblower system) have been implemented within our controlled business operations, in compliance with local legal requirements.

Accessibility: Our reporting mechanisms are easily accessible to all employees, suppliers, contractors, and other stakeholders. Information on how to make a report is clearly communicated through our policies (Code of Conduct, Supplier Code of Conduct, Whistleblowing Policy), on-site notices, and our company website. This includes dedicated contact details for reporting and the ability to report anonymously, ensuring confidentiality for those who come forward.

In 2023 our dedicated external whistleblowing service called 'Speak Up' was operated by Deloitte, allowing anonymous reports via phone, post, email, or web portal. Deloitte's role was then to review any information submitted and share the report with our designated Whistleblower Protection Officers, who handle the review and investigation in accordance with our Whistleblower Policy. In 2024 we will switch to a whistleblowing service provided by KPMG, known as 'Fair Call'. Further information in relation to that service will be provided in our 2024 Modern Slavery Statement.

Anonymity and Protection: Employees and suppliers also have the option to make anonymous and confidential reports directly to our dedicated Atlas Arteria Whistleblower Protection Officers. We aim to diligently triage, investigate, and respond as appropriate to all reports, in line with the commitments in our Whistleblower Policy. The Atlas Arteria Audit and Risk Committee will be promptly notified of all matters raised through our reporting mechanisms, ensuring immediate attention to material reports.

In 2023, we received no reports.

Process and Investigation: Upon receipt of a report related to modern slavery, our compliance team will initiate an investigation to ascertain the veracity of the claim. This process would include:

- Immediate assessment of the grievance to determine its nature and urgency.
- Engagement with relevant internal and external stakeholders to gather detailed information.
- Implementation of immediate measures, if necessary, to prevent any further potential harm.
- If appropriate, the provision of psychological/social support or access to such, for the victim.

Resolution and Follow-up: Upon completion, appropriate actions will be taken, based on the relevant findings. These actions may include disciplinary measures against perpetrators, changes to internal policies or practices, and/or collaboration with law enforcement and regulatory bodies if required, to support any further criminal and/or civil action arising from the matter. We commit to providing feedback to the complainant, where possible, about the outcome and any actions taken.

In 2023, no investigations were conducted.

Continuous Improvement: We regularly review the effectiveness of our grievance mechanisms and make improvements based on changes in best practice standards. We are dedicated to continuously enhancing our systems to prevent, detect, and address modern slavery, ensuring that our commitments to human rights and ethical practices are upheld.

In 2023, Atlas Arteria's Whistleblower Protection Officers and senior management participated in a hypothetical whistleblower scenario exercise.

This 'boardroom' assessment involved external experts leading the team through different, realistic case studies, to test their knowledge of the Whistleblowing Policy, and internal processes and procedures for handling, managing and investigating a whistleblower report.

This exercise enabled us to identify areas of future focus in our training for Eligible Recipients, as well as in our internal guidance and procedures around responses to whistleblower reports.

With the release of ASIC's Report 758 in March 2023, Atlas Arteria conducted a detailed analysis of its whistleblower program.

This analysis resulted in some further refinements and updates to Atlas Arteria's Whistleblower Policy, which was supported with an 'awareness' update to corporate employees explaining the updates to the policy as well as highlighting the importance of calling out misconduct and the ability to report anonymously under the policy.

The analysis found that Atlas Arteria's whistleblower program follows best practice. However, in 2024/25, management will focus on making the investigation steps and criteria for using external resources clearer. This will include adopting a policy that outlines how whistleblowing reports and investigations will be handled.

Grievance Mechanisms and Remediation Systems

Remediation systems

We understand that under the UNGPs, should we identify that we have caused or contributed to adverse human rights impacts, we will provide for or co-operate in any remediation (i.e., by providing an accessible, affordable, adequate and timely remedy for the harm).

Following the guidelines set forth by the UNGPs, our response to any adverse human rights impact will be decided on the basis of the continuum of involvement framework (causing, contributing to or directly linked to), as follows:

REMEDY – We will promptly take steps to remedy the practices in our operations or supply chain, which are causing, contributing to or are directly linked to the harm to avoid causing further harm.

CEASE or PREVENT the impact – We will take immediate actions to cease or prevent any ongoing harm or violation of human rights that may occur.

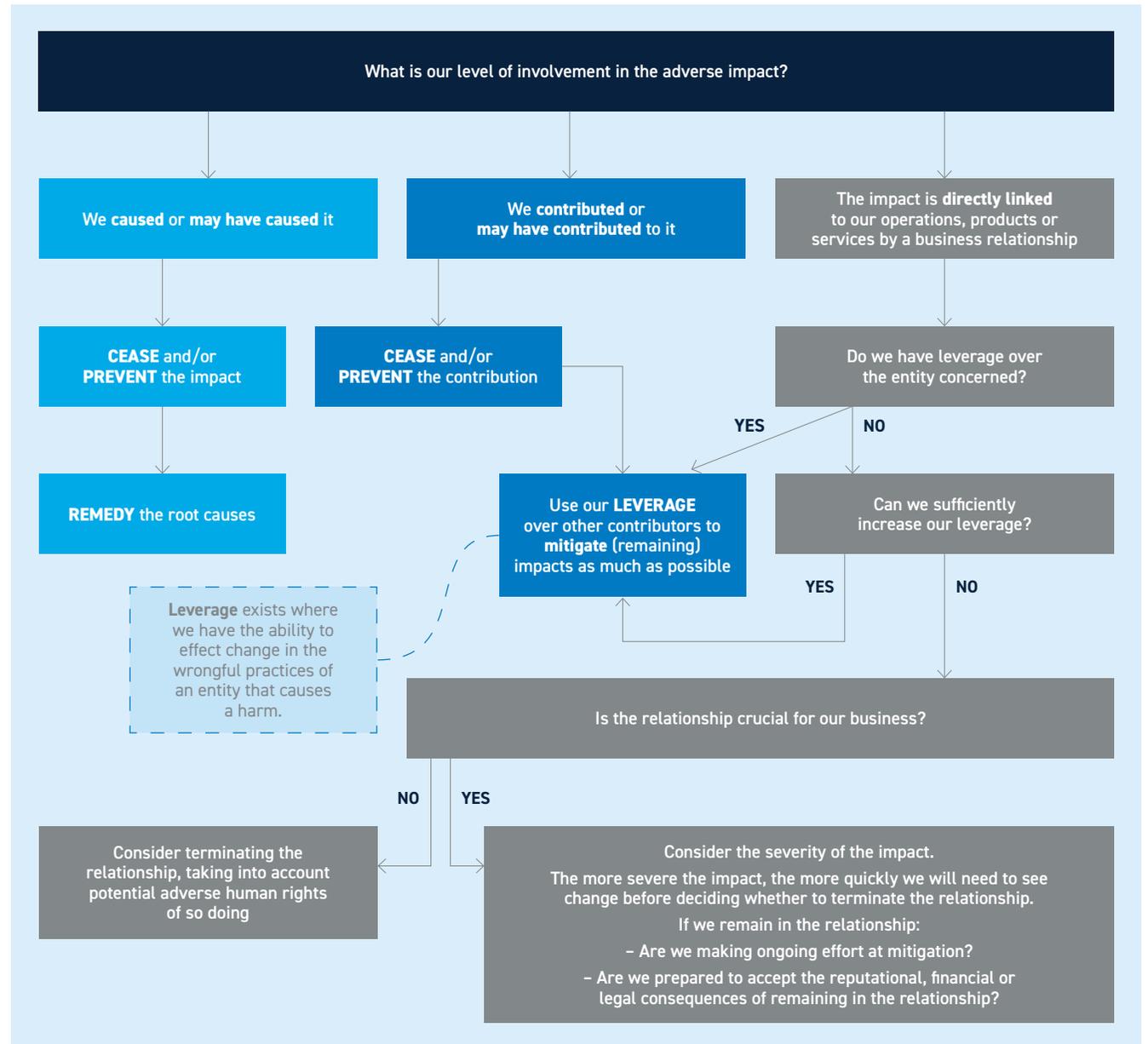
CEASE or PREVENT the contribution – We will implement measures to cease or prevent our own actions or practices that contribute to human rights violations.

USE LEVERAGE – We will leverage our influence, resources, and partnerships to drive positive change, using our position to advocate for and promote human rights.

We will determine our level of involvement based on the framework developed by Business for Social Responsibility (Human Rights Harm Analysis Worksheet), by assessing the following items:

1. Did our actions on their own cause human rights harm?
2. Did we facilitate, enable, or incentivise other parties to cause harm?
3. Could we have known about or foreseen the potential harm?
4. How specific was the connection between our operations and the harm?
5. Did we take steps that likely could have prevented the harm from occurring?
6. Did we directly benefit from the negative impact?
7. Do stakeholders and rightsholders believe that we caused, contributed to, or were directly linked to the harm, or should otherwise provide or contribute to remedy?

Once our level of involvement is established, and on a case-by-case basis, potential courses of actions will be explored.



Grievance Mechanisms and Remediation Systems

Potential remedial actions

In the event of discovering a human rights breach within our supply chain, there are a range of remedial actions we would consider implementing, based on what we consider appropriate for the circumstances.

CEASE and/or PREVENT the impact

- Immediately halt any ongoing harm or violation of human rights within our operations or supply chain.
- Ensure supplier's workers are informed of our grievance mechanisms, to enable individuals to report violations and seek redress.
- Conduct regular risk assessments to identify potential impacts and implement measures to prevent or mitigate them.
- Enhance due diligence processes to identify and address risks of human rights violations.
- Collaborate with stakeholders and industry experts to develop best practices and standards to prevent the impact of human rights violations.

REMEDY the root causes

- Collaborate with relevant stakeholders to identify and implement solutions that address the root causes of the impact.
- Conduct regular monitoring and evaluation to assess the effectiveness of the remediation program and make necessary adjustments.
- Foster transparency and open communication to rebuild trust and ensure ongoing engagement with affected parties.

CEASE and/or PREVENT the contribution

- Revise internal policies and guidelines to ensure that, to the extent they do not effectively already do so, they explicitly prohibit actions that contribute to human rights violations.
- Where risks are identified, focus on strengthening due diligence processes in that area to ensure suppliers and business partners adhere to human rights standards.
- Implement regular monitoring and auditing mechanisms to identify and address any contribution to human rights violations in circumstances where human rights risks are high or have been identified.
- Provide training and awareness programs to employees and suppliers on human rights issues and their responsibility to prevent contributions to violations.
- Establish clear supplier selection criteria that prioritise companies with strong human rights practices and compliance.
- Engage in proactive collaboration with suppliers to address and rectify any identified contributions to human rights violations.

Use LEVERAGE to mitigate the potential for future violations

- Collaborate with industry peers to establish industry-wide standards and initiatives to combat human rights violations.
- Engage in multi-stakeholder partnerships to address systemic issues and promote responsible practices across the supply chain.
- Advocate for stronger regulations and legislation to ensure human rights protection and transparency in business operations.
- Use the company's purchasing power to influence suppliers and encourage them to uphold human rights standards.
- Implement supplier capacity-building programs to educate and empower suppliers on responsible practices and human rights issues.
- Support and contribute to initiatives that address social and environmental challenges, promoting sustainable development and positive impacts on communities.
- Consider all avenues of potential influence, beyond supplier spend (e.g. publicity, reporting to relevant authorities etc.).

> EFFECTIVENESS OF OUR ACTIONS TO ADDRESS MODERN SLAVERY RISKS



Effectiveness of our Actions to Address Modern Slavery Risks

The UNGPs state that businesses should track the effectiveness of their human rights responses on the basis of appropriate qualitative and quantitative indicators, to determine whether policies are being implemented optimally, ascertain effectiveness and drive continuous improvement.

Atlas Arteria's Three Lines of Accountability risk management model provides effective monitoring, oversight and accountability of all risks across our operations. This model is detailed further in our [Risk Management Policy](#).

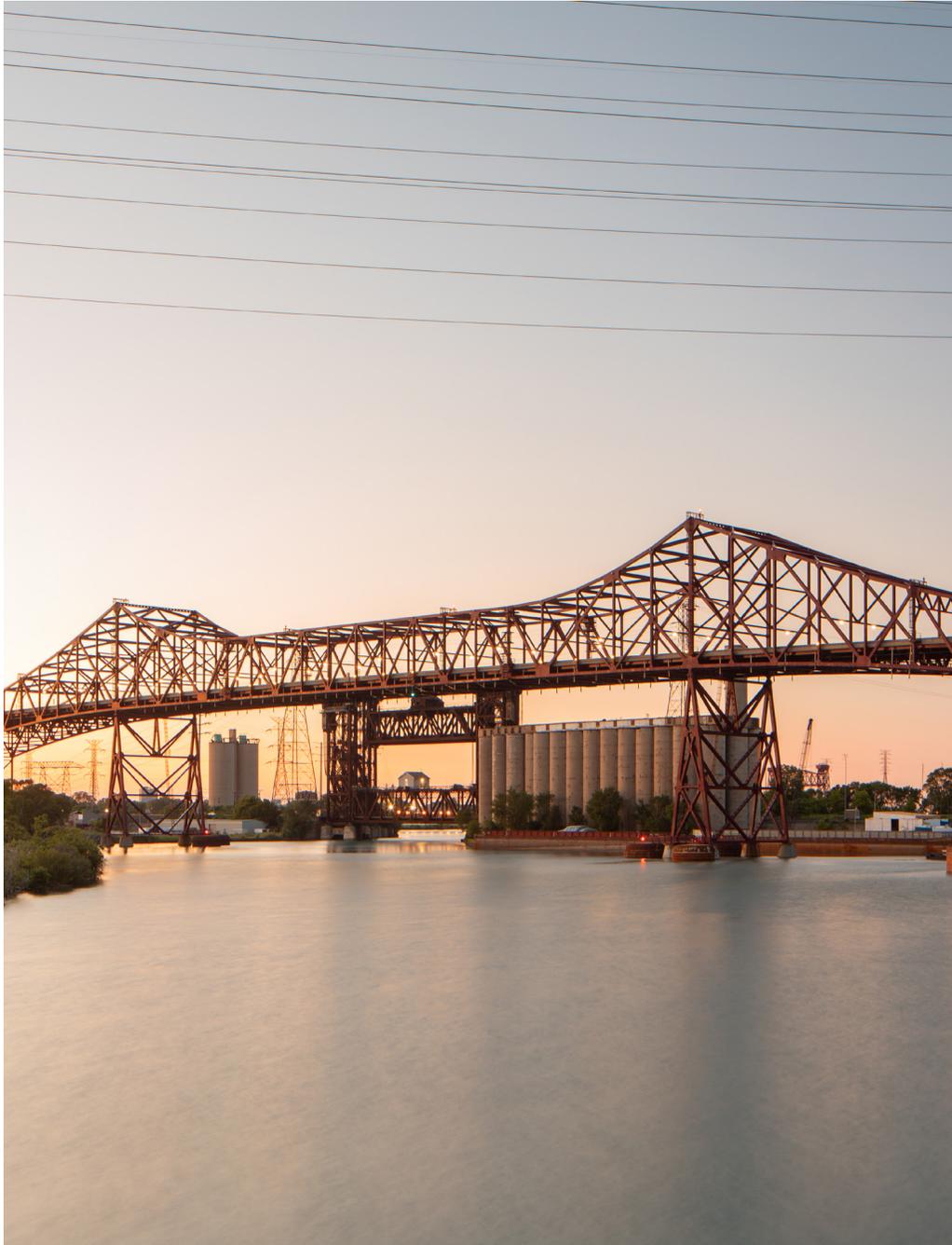
We use formal and informal feedback to refine our risk management and governance processes to improve our management of all risks, including in relation to the management of modern slavery risks.

Atlas Arteria uses several Key Performance Indicators (KPIs) to assist in evaluating and monitoring the effectiveness of its Modern Slavery Risk Framework and to identify any issues with the robustness and maturity of our processes. These KPIs have been in place since 2021.

In 2024, management, in consultation with the Boards, will evaluate the continued effectiveness and appropriateness of these KPIs and consider whether additional measures should be introduced, or existing KPIs further tailored to better track our progress.



KPI (all metrics reported over a 12-month period)	Outcomes for FY2023
Employee training (Modern Slavery): percentage of employees who are in positions needing to identify modern slavery risks and have completed the modern slavery risks and/or due diligence training module.	<p>Atlas Arteria Corporate: 100%. All staff completed modern slavery training in 2023. Employees with start dates after the training was issued are required to complete the training within 45 days of starting employment.</p> <p>Dulles Greenway: key Dulles Greenway management personnel received modern slavery training.</p> <p>Warnow Tunnel: key Warnow Tunnel management personnel received modern slavery training.</p> <p>Chicago Skyway: key Chicago Skyway management personnel received modern slavery training.</p>
Medium/high-risk Tier 1 supplier due diligence: percentage of suppliers with annual spend above 10,000 (in local currency) identified as medium/high risk subjected to enhanced (i.e., questionnaires/consultation) due diligence.	<p>In 2023, no suppliers were identified as medium/high risk and therefore required to undergo enhanced due diligence following the completion of our due diligence processes (which included review of the reputational screening reports by the supplier due diligence working group and, in some cases, further desktop investigation).</p> <p>We commenced a review of our due diligence screening process, with a view to enhancing its capability to include automated questionnaires to suppliers. In addition, we have commenced testing flagged items and due diligence review outcomes with our controlled businesses.</p>
Tier 2 investigations: number of corporate Tier 1 suppliers with annual spend above 50,000 (in local currency) assessed in relation to their own supplier engagement practices.	<p>Following our 2022/23 Tier 2 practices review, it has become apparent that given our stable supplier base, there is little further information to be gained re Tier 2 suppliers. Our objective in 2024 is to implement a third party due diligence platform with the capability of directly engaging with suppliers via questionnaire/response, in an effort to further our visibility of Tier 2 suppliers.</p>
Grievance/incident reporting: number of modern slavery incidents or grievances reported through internal or external whistleblowing channel.	<p>Corporate level: 0 reports</p> <p>Dulles Greenway: 0 reports</p> <p>Warnow Tunnel: 0 reports</p>



Consultation with Controlled Entities

During the reporting period, we worked closely with senior management at Warnow Tunnel and Dulles Greenway towards aligning our expectations, enhancing awareness, and further strengthening our strategies for mitigating modern slavery risks.

Our discussions addressed various aspects critical to our modern slavery compliance framework, including:

- Modifications and updates to our procurement policies;
- Progress on the implementation and effectiveness of our training programs and risk management plans;
- Gathering and incorporating feedback necessary to produce a compliant Modern Slavery Statement;
- Updates on our suppliers monitoring process and any changes in the modern slavery risk profiles associated with these suppliers, as the case may be.

We engaged with senior executives from these entities, via a series of interviews with management, to ensure that their input was incorporated into the development of this Statement.

Additionally, we conducted detailed discussions about the reporting requirements of the Modern Slavery Act 2018 with senior executives from the Chicago Skyway, sharing insights into our approach and expectations.

Prior to the publication of this Statement, it was reviewed by each of the entities covered or mentioned.

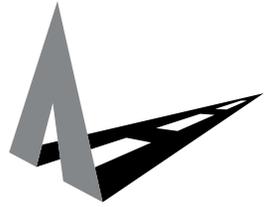
Approval

This Statement was approved by:

- the Board of Atlas Arteria Holdings Australia Pty Ltd on 19 June 2024;
- the Boards of: Atlas Arteria Limited and Atlas Arteria International Limited in their capacity as principal governing body of Atlas Arteria on 20 June 2024.

Graeme Bevans

Atlas Arteria CEO and Managing Director
Atlas Arteria Holdings Australia Pty Ltd Director



atlas**Arteria**

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