

Statement under the *Modern Slavery Act 2018 (Cth)*

1. Introduction

Modern slavery is a crime and a violation of fundamental human rights.

The *Modern Slavery Act, 2018 (Cth) (Act)* defines 'modern slavery' in section 4. It can take various forms, including slavery, servitude, forced and compulsory labour, child labour and human trafficking, all of which have in common the deprivation of a person's liberty and freedom by another in order to exploit them for personal or commercial gain.

The Reliance Rail Group has a zero-tolerance approach to modern slavery. We believe in acting ethically and with integrity in all our business dealings and relationships. We are committed to implementing and maintaining effective systems and controls to ensure modern slavery is not taking place anywhere in our own business and to combat the risk of modern slavery taking place in our supply chains.

We are also committed to ensuring that there is transparency in our own business and in our approach to tackling modern slavery throughout our supply chains, consistent with our disclosure obligations under the Act. We expect the same high standards from all of our contractors, suppliers and other business partners.

This statement is made on behalf of Reliance Rail and the companies that are part of the Reliance Rail group for the purposes of the Act.

We also have in place our internal Anti-slavery and Human Trafficking Policy (see RRP-009). That Policy was launched through an internal communication and a statement from our Chief Executive Officer and, when assessed as appropriate, was communicated to suppliers. As part of our induction process, new members of staff are provided with a copy of our Anti-slavery and Human Trafficking Policy and required to acknowledge receipt of it and confirm that they have read it.

In addition, we have a Safety Policy (RRP-007) in place which ensures employees are working in a safe environment and a Human Resources Manual (RRM-006) which ensures fair and non-discriminatory conditions for all employees.

2. Overview of Reliance Rail organisation and operations

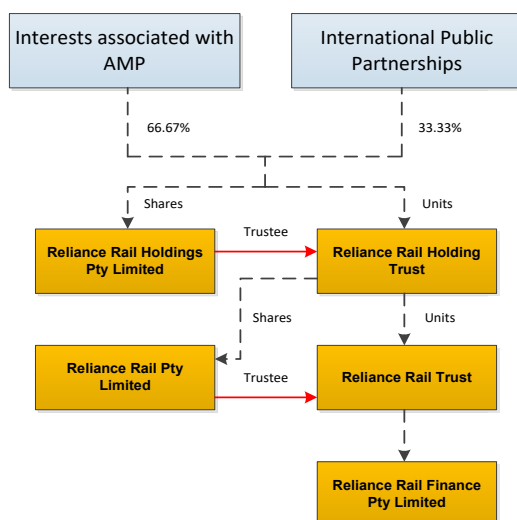
Reliance Rail comprises a group of trusts and companies established solely to finance, design, manufacture and maintain new electric rolling stock under a public private partnership contract with Sydney Trains.

Reliance Rail is an asset owner (of trains and a maintenance facility) with contracts in place for payments principally on a required availability basis from Sydney Trains for use of the trains. Reliance Rail is in turn required to: (1) pay EDI Rail PPP Maintenance Pty Limited, the company which provides the through life support maintenance services for the trains and maintenance facility (**TLS Contractor**), for through life support services, and (2) make repayments to debt providers.

The Project Contract with Sydney Trains (**Project Contract**) requires Reliance Rail to finance and maintain until 2044 (subject to extensions), 78 eight-car Waratah trains (plus two spare cars), simulators and the purpose-built maintenance facility.

The Waratah train underpins Sydney Trains' daily operations providing a safe, reliable, modern and comfortable environment for Sydney's travelling public and the crew who operate the fleet.

The Reliance Rail Group is represented diagrammatically, below.



The Group operating entity is Reliance Rail Pty Limited (**Reliance Rail**) as trustee for the Reliance Rail Trust (**Reliance Rail Trust**). It entered into all of the construction-related contracts including the Project Contract and the sub-contracts with the core contractors and employs all of the Group’s staff. Reliance Rail Finance Pty Limited (**Reliance Rail Finance**) is the borrower under the Group’s finance arrangements. Reliance Rail does not operate in its own capacity, only as trustee for the Reliance Rail Trust. Reliance Rail Finance is exclusively the borrower and does not have, and is not intended to have, any employees nor is it intended to carry on business.

Reliance Rail Holdings Pty Limited (**Reliance Rail Holdings**) as trustee for the Reliance Rail Holding Trust (**Reliance Rail Holding Trust**) is the holding entity of the Reliance Rail Group. It does not have, and is not intended to have, any employees or conduct any operations.

The Group’s management comprises the Chief Executive Officer to who reports, the Chief Financial Officer/Treasurer and the Contract Assurance Manager.

Other than the day-to-day services and goods which the Group acquires, the main supply of goods and services is through the through life support services provided by the TLS Contractor.

Reliance Rail has a robust hiring process. We use reputable recruitment agencies. Further, the Project Contract requires that we hire appropriately qualified personnel for key roles.

Our Whistleblowing Policy provides a channel of communication for staff who have concerns about any issues in the Group’s operations.

3. Risks

Our approach to the detection of modern slavery risk in our supply chain is based on various factors. These include the nature of our relationship with suppliers, their geographic location, the types of goods and services being provided, and existing local human protections offered to workers.

The Group does not see significant modern slavery risks in the supply of goods or services in the administrative day-to-day goods and services it acquires, for example, professional advisory services, office supplies and utility services.

In relation to the significant supplier to the business, the TLS Contractor, our assurance programme in

relation to the TLS Contractor's activities will include consideration of the steps taken by the TLS Contractor in relation to its obligations under the Act.

However, advanced due diligence relating to social practices and modern slavery risk will be undertaken on new suppliers that present an elevated risk to the Group. These may include prequalifying questionnaires aimed at identifying the risk associated with an individual supplier. There may also then be reputational assessments which will assist in determining the need for advanced due diligence.

4. Actions

To properly and transparently address the risks of modern slavery, Reliance Rail has adopted our Anti-slavery and Human Trafficking Policy (see RRP-009) and has developed a risk-based approach to identify and assess the risk of modern slavery within our business and supply chains.

We have commenced implementing our risk-based approach to identify and assess the risk of modern slavery by reviewing Reliance Rail's core business operations and its direct supply chain, including the TLS Contractor. As part of our approach, we conducted an initial risk analysis of our customers and direct supply chain which informed our assessment of relevant risks.

These risks have been entered in our enterprise risk register. As a result, the risk has been considered and controls put in place to address the risk. The Group's risk register is a document which is reviewed internally, regularly, and the Group's staff is aware of the risks relevant to their area of responsibility.

As stated above, the Group does not see significant modern slavery risks in the supply of goods or services in the administrative day-to-day goods and services it acquires, for example, professional advisory services, office supplies and utility services.

Where assessed as appropriate, our Anti-slavery and Human Trafficking Policy is communicated to suppliers.

Our consulting agreement includes a copy of our Anti-slavery and Human Trafficking Policy and requires a representation from the consultant that they are not involved in modern slavery practices.

In addition, our employees have been briefed on the Group's position and instructed to ensure that a copy of our Anti-slavery and Human Trafficking Policy is provided to new suppliers.

We are committed to assessing any instances of non-compliance regarding modern slavery and human trafficking on a case-by-case basis. Where possible, we will work with our suppliers, customers and business partners to ensure they better understand their obligations and the serious impact modern slavery has.

The risk-based approach that the Group has in place will support an assurance role including a process of reviews and audits to seek to identify any incident of modern slavery and has a process of the issue of non-compliances to address any identified incident.

Any non-compliance that may be issued is then part of a process to review the steps proposed and taken to address the non-compliance and, eventually, close the non-compliance.

Reliance Rail's Whistleblowing Policy provides a channel of communication for staff who have concerns and our Anti-Slavery and Human Trafficking Policy details the escalation point for contractors, suppliers and other business partners.

5. Assessment of effectiveness

We use the following key performance indicators to measure our effectiveness:

- provision of the Anti-slavery and Human Trafficking Policy to the Group's board of directors
- staff confirmation they have read and understood our Anti-slavery and Human Trafficking Policy
- a robust review, audit and non-compliance process with our TLS Contractor
- training on our Anti-slavery and Human Trafficking Policy delivered to staff
- inclusion of appropriate anti-slavery and human trafficking provisions in higher risk direct supplier contracts
- queries, issues or concerns raised and/or reported to our management team and/or our board.

Going forward, Reliance Rail is committed to the review of the Anti-Slavery and Human Trafficking Policy to address relevant issues as they may arise.

6. Consultation

Section 2 of this Statement sets out the structure of the Group. Only Reliance Rail is an operating company and is the entity which has the focus on the modern slavery risk. However, in considering the Group's risk register, regard is had to any activities of Reliance Rail Finance and Reliance Rail Holdings.

Given the nature of the activities of those 2 entities, the Group does not believe that there is a need for any additional specific consultation within the Group in respect of the Group's Anti-slavery and Human Trafficking Policy.

7. Approval

The Group's board has been provided with this Statement and our Anti-slavery and Human Trafficking Policy. Both documents have been approved by our board.

This statement is made pursuant to section 13 of the *Modern Slavery Act 2018* (Cth) and constitutes our Group's slavery and human trafficking statement.



Chad Smithies
Chief Executive Officer
Reliance Rail
15 January 2021