

Modern Slavery Statement 2021

STANMORE RESOURCES LIMITED | ACN 131 920 968

This Modern Slavery Statement 2021 (**Statement**) outlines progress to date to address the requirements of the *Modern Slavery Act 2018* (Cth) (Act), including the actions we have taken to identify, assess and address modern slavery risks in our operations and supply chains, the development of our modern slavery frameworks and processes and our future commitments.

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We are committed to

ensuring that we and our contractors do not engage in any conduct or omission which may contravene any modern slavery laws by the employment of any child, forced or illegal labour.

Mission Statements

Genuine care for our people, their safety, the environment and the stakeholders involved with our operations.

Achieve sustainable development by:

- Having high standards and a strong safety and health culture
- Responsibly managing and maximising extraction of our resources and reserves via best-in-class mining practices
- Ensuring the continuity of our business by fostering and developing growth and reserve replacement initiatives
- Developing projects in the renewable energy space to support our existing businesses reducing our carbon and emissions footprint

Building and fostering a culture of an agile, entrepreneurial and simple organisation.

Focusing on continuous improvement and operational excellence.

Company Values

| | Commitment | We are committed to safety as our number one priority and to always achieving the best possible outcome |
|-------------|---------------------------|--|
| <u>et</u> e | Integrity | We do the right thing |
| ÷Q: | Innovation | We develop processes/ideas that increase productivity and company growth |
| <u>.</u> | Continuous Improvement | We aim to continuously enhance ourselves and our operations |
| | Positive Attitude | We display encouraging behaviour that builds and fosters lasting relationships |
| ₿3 | Loyalty | We implement the company's core values in our day-to-day operations |

1. REPORTING ENTITY



This Statement is published for the purposes of the Act. It is a joint Statement given by Stanmore Resources Limited ACN 131 920 968 (**SMR**) on behalf of each of the following reporting entities and their owned and controlled entities (together, the **Stanmore Group**) during the period 1 July 2020 to 31 December 2021 (**Reporting Period**):

- Stanmore Resources Limited ACN 131 920 968
- Stanmore IP Coal Pty Ltd ACN 606 244 615 (Stanmore IP Coal);
- Stanmore Bowen Coal Pty Ltd ACN 606 241 847;
- Stanmore Wotonga Pty Ltd ACN 606 243 770; and
- Stanmore IP South Pty Ltd ACN 625 536 094

Due to a change in the Stanmore Group's financial reporting year, the Reporting Period of this Statement is the 18 month period comprising Stanmore Group's new financial year (being 1 January 2021 to 31 December 2021) and the period 1 July 2020 to 31 December 2020 (being period following our first reporting period and previous financial year, 1 July 2019 to 30 June 2020).

References in this statement to 'Stanmore', 'we', our' and 'us' are references to the Stanmore Group.

The Boards of each of the Stanmore Group entities include at least one Director of SMR, and the entities are centrally governed and managed. The Stanmore Group entities have a common registered office at Level 32, 12 Creek Street, Brisbane, Queensland. This statement has been approved by the Board of SMR on 29 June 2022.

2. REPORTING ENTITY'S STRUCTURE, OPERATIONS AND SUPPLY CHAINS

2.1. Our structure

SMR is an Australian metallurgical coal mining, development and exploration company headquartered in Brisbane, Queensland and listed on the Australian Securities Exchange (ASX: SMR). SMR's majority shareholder is Singapore listed entity Golden Energy and Resources Limited (GEAR) through its wholly-owned subsidiary, Golden Investments (Australia) Pte Ltd (**Golden Investments**). The ultimate parent company of Stanmore is Indonesian based PT Sinarindo Gerbangmas.

During the Reporting Period, SMR's primary operating subsidiaries, including incorporation details, are as shown in the figure below:



2.2. Our operations

SMR's operations and exploration projects are located in the Bowen and Surat Basins in Queensland and are owned through a number of wholly-owned subsidiaries.

Mining and Exploration

During the Reporting Period, Stanmore's foundation asset was the Isaac Plains Complex in Moranbah, Queensland comprising:

- Isaac Plains (ceased) and Isaac Plains East, and Isaac Downs mines: These open-cut coal mines have a current product coal output of approximately 2.4Mtpa. In 2021, Stanmore transitioned existing operations to our Isaac Downs location following regulatory approval by the Queensland Government in mid-2021.
- Isaac Plains Underground development project:
 A Bankable Feasibility Study has been completed for a potential underground extension in the eastern portion of the Isaac Plains mining lease. The project development phase has been deferred until additional port capacity can be sourced at competitive prices.
- Operating Infrastructure: This includes dragline, coal handling and preparation plant, site infrastructure and train load-out facilities.

During the Reporting Period, Stanmore had a principal contract arrangement with Golding Contractors Pty Ltd (**Golding**), responsible for the mining and coal handling and preparation plant operational activities at Isaac Plains Complex. Golding reports under the Act as part of the NRW Group joint statement.

In addition to its operations and development projects, Stanmore has a portfolio of more than 2,000km2 of prospective, granted exploration tenements located in the Bowen and Surat Basins, including the following:

- The Range
- Belview
- Lilyvale
- Mackenzie
- Clifford

Our website <u>www.stanmore.net.au</u> provides more information on our projects and operations.

During the Reporting Period, we had 33 employees consisting of 27 full-time, 4 part-time, and 2 casual employees. As of 31 December 2021, Stanmore had 28 employees and a total workforce of 344, including Golding personnel and their sub-contractors. All employees were employed by Australian entities under written contracts and subject to Australian labour laws.

Joint ventures

2021 also saw the Stanmore Group acquire Peabody Energy Australia's 50% interest in the Millennium and Mavis Downs Joint Venture, with M Resources Trading Pty Ltd holding the remaining 50% interest. A subsidiary of M Resources, M Mining Pty Ltd, is the manager and operator of the Joint Venture. The acquisition was completed in July 2021. Entities within the Millennium and Mavis Downs Joint Venture will be required to submit their own modern slavery statements if they meet the \$100 million in annual consolidated revenue threshold specified by the Act.

In Q4 2021, SMR signed a definitive share sale and purchase agreement with BHP Minerals Pty Ltd (**BHP**) to acquire, via a wholly-owned subsidiary, BHP's 80% interest in BHP Mitsui Coal Pty Ltd, now known as Stanmore SMC Pty Ltd (**SMC**). This transaction, successfully closed on 3 May 2022, will position Stanmore among Australia's largest metallurgical coal producers. Stanmore is undergoing a transformational period for the business as a result of the acquisition of SMC and will report on these developments in the next reporting period under the Act.

2.3. Our supply chains

Our supply chains include procurement for the coal mining, development, and exploration operations (which accounts for the vast majority of our supply chain) and procurement for our general business operations.

In the Reporting Period, Stanmore's direct suppliers were predominantly located in Australia. We had over 300 active suppliers with over \$400 million in procurement expenditure. Over 99% of expenditure was paid to suppliers registered in Australia. The majority of this expenditure (58%) was to Golding as our mining and CHPP operator.



Mining, development and exploration operations supply chain

Stanmore procures (directly and indirectly) services and products from a broad range of industries. The external supply chain for our mining operations is summarised as follows:

- **Exploration** specialised drilling contractors, geophysical contractors, assay laboratories, and consultants.
- **Mining** open pit mining equipment, hire and maintenance contractors, open-pit drilling & blasting contractors, fuels, lubes, and explosives suppliers.
- **Processing** grinding media, reagents, and shutdown contractors.
- Delivery/transport coal product transport for export by rail and ship (for export – vessels are contracted by the purchasing party for FOB delivery, not by Stanmore).

For the Reporting Period, Stanmore had a principal contract arrangement with Golding, a subsidiary of NRW Holdings Limited, for the Isaac Plains Complex. Golding was responsible for mining and CHPP operational activities on-site and engaged additional subcontractors to enable contract fulfilment. As a result of this arrangement, the majority of Stanmore's procurement expenditure was directly with Golding. As disclosed in NRW Group's joint statement, Golding's supply chains include primarily labour-hire, plant and equipment (including parts), concrete, quarry, asphalt, fuel, OTR tyres, and steel reinforcement.

We also worked with suppliers from Brazil, Singapore and the USA, predominantly in the professional services sector.

In addition to the long-term mining services agreement with Golding, we generally engaged our other suppliers with a view to creating long-standing, stable relationships, or diversifying our local engagement.



In 2021, SMR undertook the appointment process for a new mining services contractor, and we will be transitioning to an owner-operator model for the CHPP. Mining activities under this new appointment are set to commence in Q2 2022, and we will report on this new appointment in our statement for the next reporting period.

General business operations supply chain

The main types of goods and services that Stanmore procures for our general business operations are:

- **Safety and other attire**: This includes personal protective equipment, including safety glasses, gloves, work boots, hard hats, and high visibility vests used by our employees at our facilities.
- **Corporate/building services**: The services that we use to maintain our offices, including maintenance services, cleaning and security.
- Site and office consumables: The site and office consumables for our employees, including stationery and kitchen consumables.
- Information and communications technology: This includes the computer hardware and software, printers, audio/visual equipment, desk phones and mobile phones our employees use.
- Flights and accommodation: Flights and accommodation and associated costs used by employees to conduct the Stanmore business.
- **Professional services**: The professional services we procure externally include accounting, legal, insurance, and environmental consulting.

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In 2021, SMR undertook the appointment process for a new mining services contractor, and we will be transitioning to an owner-operator model for the CHPP.



3. RISKS OF MODERN SLAVERY PRACTICES IN THE OPERATIONS AND SUPPLY CHAINS

OF THE REPORTING ENTITY AND ANY ENTITIES IT OWNS OR CONTROLS

During the Reporting Period, Stanmore has continued to develop its framework for identifying, addressing and reducing modern slavery risks in our operations and supply chains.

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We acknowledge that mining is a high-risk sector and therefore some risk factors for modern slavery may be present.

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Risk assessment methodology

We have used a risk assessment methodology that considers several indicators of modern slavery risks, including sector and industry, the type of products and services, geographical location and specific entity risk. The risk factors we have identified are based on the risk indicators identified in:

- the Commonwealth Modern Slavery Act 2018 Guidance for Reporting Entities (Commonwealth Guidance);
- the Walk Free Foundation's Global Slavery Index 2018 (**GSI 2018**);
- Australian Council of Superannuation Investors' 'Modern Slavery Risks, Rights & Responsibilities' report 2019 (ACSI Report);
- Minerals Council of Australia and Pillar Two's 'Respecting human rights - Guidance to assist mining companies in identifying and managing modern slavery risks associated with the COVID-19 pandemic' October 2020 (MCA Report); and
- KPMG and Australian Human Rights Commission Resources' 'Energy and modern slavery -Practical responses for managing risk to people' guide 2021 (KPMG Report).

Given the nature, location and source of Stanmore's procurement spend, as described above, it is considered that the overall risk of Stanmore causing, contributing to or being directly linked to modern slavery is low. However, we acknowledge that mining is a high-risk sector and therefore some risk factors for modern slavery may be present. Stanmore is committed to maintaining a high standard of supply chain management and will continue working with our suppliers to identify, address and eliminate the risk of modern slavery and human trafficking from our supply chains. Our risk profile is summarised below.

Risk profile - supply chain and managed operations

For the Reporting Period, the results revealed that 7% of Stanmore's tier-one suppliers were profiled into the overall medium risk category. No suppliers were profiled in the high-risk category.

- KPMG Report p12.
 Commonwealth Guidance p44.
- 4 KPMG Report p14.5 ACSI Report; KMPG Report p14, 17.

Distribution of suppliers compared to expenditure



TYPE OF RISK

DESCRIPTION AND ANALYSIS OF RISK



Particular countries may have a higher prevalence of modern slavery due to factors such as poor governance, compromised rule of law, conflict zones, high migration inflows and socio-economic issues such as poverty.⁶

We have identified that the following countries from which we source services may present a **medium** risk for modern slavery according to the GSI 2018 Prevalence Index:

- Singapore from which we source professional services ranks 97/167
- Brazil from which we source engineering services ranks 142/167
- United States of America from which we source professional services ranks 158/167

We consider that the level of oversight that we have over the procurement of these services from direct suppliers and the actions we take to assess and address modern slavery risks, as detailed further below, mitigates the risks of modern slavery.

The vast majority of our goods and services are procured in Australia, which is a **low-risk** country according to the GSI 2018.

COVID 19 RISKS



The COVID-19 pandemic has significantly affected people and businesses across the globe and increased human rights and modern slavery related risks, mainly due to job losses, increased poverty and increased vulnerabilities including health risks.⁷

COVID-19 impacts have not been significant to Stanmore in the Reporting Period. Stanmore did not report any negative impacts on the financial statements nor triggers for any significant uncertainties with respect to events or conditions which may adversely impact Stanmore at the reporting date or subsequently as a result of the COVID-19 pandemic.

6 Commonwealth Guidance p 44.

7 MCA Report p4-5.

Risk profile - non-managed operations

The Stanmore Group owns a 50% non-operating interest in the Millennium and Mavis Downs Joint Venture. This JV is operated by M Mining Pty Ltd. Stanmore considers that the risk of modern slavery within the JV is similar to that within the Stanmore Group.

4. ACTIONS TAKEN BY THE REPORTING ENTITY

AND ANY ENTITIES IT OWNS OR CONTROLS TO ASSESS AND ADDRESS MODERN SLAVERY RISKS, INCLUDING DUE DILIGENCE AND REMEDIATION PROCESSES

Stanmore is committed to ensuring compliance with human rights principles, and acting ethically and with integrity in conducting our business.

4.1. Governance

Stanmore is committed to further enhancing governance and empowering management to address the risks of modern slavery in our operations and supply chains.

A Modern Slavery Working Group was established in 2020 to help with future development training programs for employees and establish risk assessments. During the Reporting Period, the Working Group comprised the Company Secretary, Legal Counsel, General Manager – Operations, and the Asset Superintendent (this position undertook a large proportion of purchasing during the Reporting Period). The key consideration for the Working Group was the impact of modern slavery risks on purchasing activities.

Stanmore's Audit and Risk Management Committee (**ARMC**) is responsible for assisting the Board with the risk of modern slavery in our operations and supply chains. During the Reporting Period, the ARMC recommended to the Board that Stanmore's exposure to modern slavery risks would significantly increase as a result of the SMC acquisition due to direct interactions with many additional contractors and suppliers. In response, the Board resolved that the ARMC develop and implement a programme to ensure compliance with modern slavery requirements post-acquisition of SMC (in 2022).

4.2. Modern Slavery Compliance and Action Plan

We developed a Modern Slavery Compliance and Action Plan for modern slavery compliance to focus and prioritise our actions for this current Reporting Period and future reporting periods.

As a result of the SMC acquisition and taking on the dayto-day operations of those assets, Stanmore's exposure to modern slavery risk will significantly increase. Systems to manage these risks will need to be developed and implemented. We will report on the programme in our next statement.

4.3. Modern Slavery Policy

We developed a Modern Slavery Policy for our business that establishes our commitment to addressing modern slavery risks in our business and driving accountability for ethical business practices across our operations.

A draft Modern Slavery Policy was put to the Board for approval in 2021 and will be implemented in 2022.

4.4. Policy review

Stanmore is committed to maintaining high standards in all aspects of reporting and corporate governance. Stanmore's commitment to good governance practices, operating ethically and with integrity, is guided by our policies available to all internal and external stakeholders on our website (<u>www.stanmore.net.au</u>). Stanmore's approach to corporate governance is explained more fully in the Corporate Governance Statement, available from <u>Corporate Governance Stanmore Resources</u>. Stanmore's Corporate Governance Charter includes a Code of Conduct that sets out the standards that the Board, management, and employees of Stanmore must comply with when dealing with each other, shareholders, and the broader community. This required conduct extends to dealings with our business partners, customers and suppliers, who must demonstrate similar ethical and responsible business practices. During the Reporting Period, we updated our Code of Conduct to make a specific commitment to ensure that Stanmore and its contractors do not engage in modern slavery or child, forced or illegal labour.

Stanmore has a Whistleblower Policy, which sets out the procedures and mechanisms for employees and third parties to anonymously report suspected or actual misconduct and illegal activity or breaches of Stanmore policies. An externally managed independent whistleblower service is accessible to employees and third parties with material incidents being disclosed to the Board.

4.5. Training

Given our central management structure and small employee base, we targeted modern slavery briefings at the Board and ARMC levels, and within the Working Group to create awareness of the issue of modern slavery and the key risks for Stanmore. The SMC acquisition will result in an expanded and diversified workforce and an increased risk profile occasioning a more systematic and comprehensive training program.

4.6. Risk assessment

Stanmore has identified the modern slavery risk within our supply chain by undertaking desktop research to identify any key modern slavery risks that existed within our supply chains, profiling our tier-one supply base.

4.7. Supplier engagement

As part of engaging with suppliers and using Stanmore's influence to mitigate the risk of modern slavery in the supply chain, we developed new contract clauses, which require our suppliers, service providers and customers to comply with relevant Stanmore policies and procedures, including warranting that they do not have modern slavery and human trafficking in their operations or supply chain. Suppliers are also required to address modern slavery risks and compliance with the Act.

The new contract clauses were implemented across all new contracts post-May 2021 with suppliers via Stanmore's updated suite of standard form contracts and purchase orders. Anti-slavery requirements were negotiated for the new mining services contract for Isaac Plains Complex (formally signed in 2022). In addition, we reviewed our existing key contracts and negotiated amendments to include anti-slavery and anti-corruption requirements where necessary.

4.8. Future actions

Stanmore recognises that combating modern slavery is a continuous commitment. In 2022 we will look to:

- implement our new Modern Slavery Policy;
- further develop our modern slavery framework to ensure we have robust systems and procedures in place to identify and address the risk of modern slavery in our business operations and supply chains. This will include developing:
 - an onboarding process for suppliers, including a supplier questionnaire regarding modern slavery risks and compliance; and
 - a management and remediation program to respond to modern slavery risks and incidents safely and appropriately;
- undertake due diligence activities to understand the modern slavery risks associated with our joint venture acquisition and incorporate SMC into Stanmore's modern slavery framework;
- undertake supply chain risk mapping to understand modern slavery risks across our expanded tier-one supplier base; and
- expand training across Stanmore, including for senior leaders and those involved in procurement decisions.



5. DESCRIPTION OF HOW THE REPORTING ENTITY ASSESSES THE EFFECTIVENESS OF THESE ACTIONS

During this reporting period, our focus was to work on understanding the modern slavery risks that may be present in our operations and supply chains. At this early stage, and with a significant change in the Stanmore Group's business through the acquisition of the interest in SMC, we have not yet been able to put in processes to adequately assess the effectiveness of measures we have undertaken.

The table below outlines how Stanmore proposes to assess the effectiveness of its modern slavery program in the next reporting period. These may be adjusted, and methods of measurement set, to adapt to changes in its risk profile and to ensure reporting is relevant and responsive.

| COMPONENT | METRIC |
|---------------------------------------|---|
| 1. FRAMEWORK | Annual review of Modern Slavery Compliance and Action Plan. Development, implementation and periodic review of Modern Slavery Policy and complementary policies to take into account modern slavery risks. Annual review of the role of the Modern Slavery Working Group and extent of cross-functional participation. |
| 2. TRAINING | Number and proportion of employees and contractors enrolled to complete modern slavery training. The training completion rate for employees and contractors. The extent to which modern slavery training is made available to suppliers. Annual review of relevance and currency of training material. |
| 3. SUPPLIER ENGAGEMENT | The extent to which suppliers are required to comply with Stanmore's anti-slavery standards. The extent to which standard supplier contracts contain modern slavery and whistleblowing clauses. |
| 4. RISK ASSESSMENT AND REMEDIATION | Annual risk assessment of operations for modern slavery risk. The extent to which suppliers are profiled for modern slavery risk. Number and proportion of suppliers identified as having a high, medium and low risk of modern slavery. The extent to which due diligence questionnaires are issued to suppliers. The response rate of suppliers to the due diligence questionnaire. |
| 5. MONITORING | Types of remediation actions taken. The extent to which Stanmore's whistleblower program is available and publicised. The number of reports of conduct posing a modern slavery risk. Audit program of operations and steps taken by suppliers in response to remedial actions. |

6. DESCRIPTION OF THE PROCESS OF CONSULTATION WITH ANY ENTITIES THE REPORTING ENTITY OWNS OR CONTROLS

During the preparation and finalisation of this Statement, this Statement was provided to each member of the Stanmore Group, including each reporting entity, for review and comment.

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The Stanmore Group entities are centrally governed and

managed by common Directors across the companies.

The Stanmore Group entities are centrally governed and managed by common Directors across the companies. With its small number of employees and simple management structure primarily based in Brisbane, information sharing and consultation occurred organically across the Stanmore Group.

During the Reporting Period, the formal vehicles for consultation were the ARMC (which included a Director sitting on each of the Stanmore Group companies' Boards) to inform and contribute to the direction on modern slavery risk, and development of the Statement. In addition, the Modern Slavery Working Group convened to discuss the reporting requirements under the Act, gap analysis findings, and actions to address modern slavery risk.

This Statement was prepared by Stanmore Legal with input from the Finance, Procurement, Payroll, and HR teams. Before being put to the Board of SMR for review and approval, this Statement was reviewed by the CEO, CFO, General Manager – Technical, General Manager – Supply, General Counsel, and Corporate Governance and Risk Manager.

7. OTHER RELEVANT INFORMATION

7.1. COVID-19

Stanmore has assessed the impact of the COVID-19 pandemic on its practices and risks to modern slavery. We worked collaboratively with suppliers to manage inventory and lengthened delivery and lead times, and are developing a COVID-19 response plan for implementation in 2022.

Consistent with other companies in the mining industry, there has been an increase in absenteeism in early 2022 due to COVID-19 cases. We managed the operational impacts of COVID-19 in early 2022 by segregating staff with short term absentees absorbed. There was no replacement of workers or short-term hires. We will continue to work with our contractors on protocols to minimise the spread and impacts on operations.

The greatest risk remains widespread COVID-19 infections in-camp. Key statutory roles were accommodated in Moranbah rather than at camp to reduce the exposure risk. The accommodation plan for key statutory roles has been extended to the end of October 2022 and will be reviewed again at that time.

Directors' Statement

This Statement was approved by the Board of Directors of Stanmore Resources Limited in their capacity as the principal governing body of Stanmore Resources Limited and as the parent entity for each other reporting entity on 29 June 2022.

This statement is signed by Marcelo Matos in his role as Chief Executive Officer and Director of Stanmore Resources Limited on 29 June 2022.

Marcelo Matos Chief Executive Officer and Director of Stanmore Resources Limited

29 June 2022



