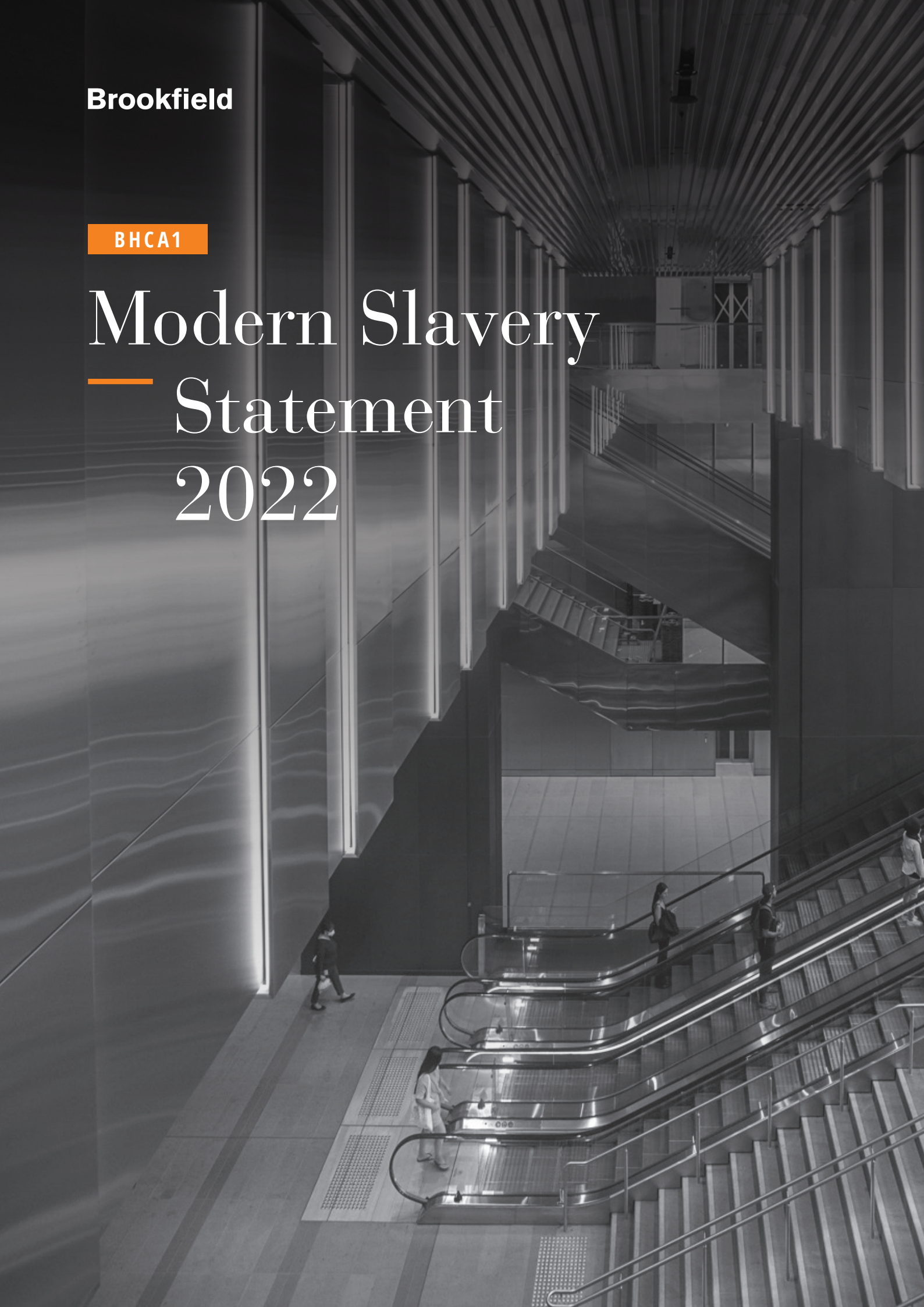


Brookfield

BHCA1

Modern Slavery Statement 2022



Commitment

Brookfield Asset Management Inc. and its BAM Controlled Affiliates¹ (“Brookfield”) is a premier global alternative asset manager. With a 100+ year heritage as an owner and operator, we focus on investing in assets and businesses that help form the backbone of the global economy. Throughout our operations in more than 30 countries on five continents, we are committed to supporting and enhancing the communities in which we operate.

We continue to align our business practices with leading frameworks for responsible investing and are an active participant in industry forums and other organizations. We are a signatory to the United Nations-supported Principles for Responsible Investment (“PRI”), which demonstrates our ongoing commitment to responsible investment and ESG best practices.

We are committed to conducting business in an ethical and responsible manner, including by carrying out our activities in a manner that respects and supports the protection of human rights through:

- Eliminate discrimination in employment;
- Prohibit modern slavery, including child and forced labor; and,
- Eradicate harassment and physical or mental abuse in the workplace.

Brookfield has assembled a working group comprised of representatives of its business groups and members of its regional teams (“Working Group”), which coordinate the development and implementation of Brookfield’s modern slavery approach. The Working Group works to properly integrate this approach with Brookfield’s core business activities, including contracts, due diligence processes, training and communications, as appropriate. The Working Group has developed this framework through consultation with relevant internal stakeholders and, where appropriate, external advisors to verify that the operations and processes meet all applicable legal requirements.

1. “BAM Controlled Affiliates” means the following BAM publicly traded, controlled affiliates: Brookfield Business Partners LP, Brookfield Infrastructure Partners LP, Brookfield Infrastructure Corporation, Brookfield Property Partners LP, Brookfield Property REIT Inc., Brookfield Renewable Partners LP, Brookfield Renewable Corporation, Brookfield Public Securities Group and Brookfield Hedge Solutions Advisors. For clarity, this statement does not apply to personnel of: (a) BAM business lines that operate independently pursuant to an information barrier (e.g., Oaktree Capital Group, LLC, Atlas OCM Holdings, LLC and their respective subsidiaries), (b) portfolio companies and other assets/investments of BAM-managed client accounts, and (c) the operating subsidiaries of the BAM Controlled Affiliates.

Scope

The Commonwealth Modern Slavery Act 2018 (“MSA Australia”) require certain Brookfield entities to set out the steps taken to identify and mitigate the risks of slavery and trafficking in its business and supply chains in Australia. This Statement is made in accordance with MSA Australia and relates to the period January 1, 2021 to December 31, 2021.

This Statement is made by BHCA1 Pty Ltd (MSA Brookfield), the head entity of a consolidated group of entities. The services MSA Brookfield provides includes :

- Asset management
- Advisory services
- Group holding entities and related activities
- Corporate services; and
- Investment in income producing real assets, including entities operated by separate management teams.

We recognize that the risks of modern slavery and human trafficking are complex and evolving, and we continue to work to address these in our business. Our approach and processes are periodically reviewed and, where appropriate, updated as necessary to reflect changes in circumstances and practice.

This Statement has been prepared by the Working Group and has been approved by the Board of BHCA1 on or around 30 June 2022.



Signed by:
Shane Ross
Director | BHCA1 Pty Ltd

Summary of Key Activities in 2021

BROOKFIELD IMPLEMENTED THE FOLLOWING STRATEGIES IN 2021.

GLOBAL POLICY

Expansion of the Brookfield Modern Slavery and Human Trafficking Policy to a global modern slavery policy that equally applies to the BHCA1 consolidated group

INDUCTION TRAINING

Expanded modern slavery training during the onboarding process to all global employees.

VENDOR MANAGEMENT + CODE OF CONDUCT

During the course of 2021, we evolved our vendor management program, including developing a Vendor Code of Conduct which sets out our expectations of vendors that provide goods or services to Brookfield, including, where applicable, to have the necessary policies and procedures in place to support such commitments within their supply chain.

INVESTMENT DUE DILIGENCE PROCESSES

Added a separate human rights and modern slavery risk assessment to our due diligence process with the objective, where applicable, of mitigating the risks of modern slavery and human rights violations for potential investments, including supply chains.

Our Business Activities

ASSESSING MODERN SLAVERY RISK

Our approach to addressing modern slavery is designed to be commensurate with the risks we face, which vary based on several factors, including jurisdiction, industry and sector.

MODERN SLAVERY RISK PROFILE

1. THIRD-PARTY VENDORS

Given the nature of our business and the geographic locations in which we operate, third-party suppliers and vendors used across the Brookfield business generally fall under the below categories:

Outsourcers

Where a business activity or professional service is outsourced to another organisation.

Vendor software providers

This includes off-the-shelf software, that is hosted in Brookfield data centers, including hardware vendors used to facilitate business processes.

Cloud/hosted it services

Encompasses a range of IT services provided in various formats.

Data providers

Organizations that provide data, which feed into our systems or terminals that provide access to market data.

Professional services

Includes consulting, legal, accounting, training, audit, banking and education.

Office maintenance

Includes property development, building repairs and maintenance, cleaning, security, utilities, and public services.

We believe that the risk of modern slavery within these providers is low. We acknowledge that, to a lesser extent, we engage with suppliers who may be considered higher risk in terms of modern slavery, such as suppliers of office stationery, and cleaning and catering services. We recognize that each of our suppliers has its own supply chain, and our vendor assessments include this risk to the extent possible. We currently have limited visibility of these extended supply chains, excluding projects where subcontractors or materials require our approval.

2. EMPLOYEES

Our people drive our success. All employees of BHCA1 are employed in Australia and the majority are professional and administrative staff. BHCA1 has human resources policies, procedures and processes in place designed to protect against modern slavery and human trafficking in BHCA1's employee population. These include:

- Employment conditions;
- Processes for reporting and resolving staff concerns and grievances;
- Non-discriminatory hiring practices;
- Employment screening (including work eligibility checks); and
- Appropriate workplace behavior.

Through our Global Positive Work Environment Policy all employees are responsible for creating a respectful environment and are required to identify and report workplace discrimination, violence and harassment as it occurs. BHCA1's employees receive training on the Global Positive Work Environment Policy and are required to certify annually that they have read and complied with it.

Brookfield also maintains an anonymous reporting hotline ("**Hotline**") for its employees, vendors and other parties to anonymously report, among other things, any matters relating to suspected unethical, illegal, unsafe or other unwanted behaviors. Modern slavery and human trafficking issues are reportable on this hotline. The reporting hotline is managed by an independent third party and is accessible in multiple languages online and via a toll-free phone number 24/7.

Based on the above, we consider that there is a low risk of modern slavery within our employee population.

3. BUSINESS OPERATIONS – INVESTMENTS

During the initial due diligence phase of an investment, we proactively identify material ESG risks and opportunities relevant to the particular asset. We leverage our investment and operating expertise and utilize industry-specific guidelines that incorporate Sustainability Accounting Standards Board guidance.

In 2021, we added a separate human rights and modern slavery risk assessment to our ESG investment due diligence process with the objective of mitigating the risks of modern slavery and human rights violations for potential investments, including supply chains. Where required, we perform deeper due diligence, working with internal experts and third-party consultants as needed.

MANAGEMENT OF MODERN SLAVERY RISKS

1. GOVERNANCE

We recognize that strong governance is essential to sustainable business operations, and we aim to conduct our business according to the highest ethical and legal standards. Our approach to addressing modern slavery is designed to be commensurate with the risks we face, which vary based on several factors, including jurisdiction, industry and sector. Key supporting policies and guidelines include, but are not limited to:

Anti-slavery and human trafficking policy

This sets out BHCA1's procedures to identify and mitigate the risks of modern slavery and human trafficking within our business and supply chain, including anti-slavery training and risk assessments.

Code of business conduct and ethics

Our Code outlines our commitment to conducting business in an ethical and responsible manner, including by carrying out our activities in a manner that respects and supports the protection of human rights. Employees are required to certify annually that they have read and complied with our Code and the protocols incorporated therein.

Vendor management procedures

During the course of 2021, we evolved our vendor management program, including developing a Vendor Code of Conduct which sets out our expectations of vendors that provide goods or services to Brookfield, including, where applicable, to have the necessary policies and procedures in place to support such commitments within their supply chain.

BHCA1's approach to addressing high-risk, third-party vendors includes the use of specific contract clauses in legal agreements, requiring vendors to provide their modern slavery statement and evidence of their modern slavery mitigation strategies.

The Hotline is available for BHCA1's vendors and other parties to anonymously report, among other things, any matters relating to suspected unethical, illegal, unsafe or other unwanted behaviors. The reporting hotline is managed by an independent third party and is accessible in multiple languages online and via a toll-free phone number 24/7. Details of the Hotline are actively promoted, including in our Vendor Code of Conduct which is available on Brookfield's website.

ESG due diligence guideline

During the initial due diligence phase of an investment, we seek to proactively identify material ESG risks and opportunities relevant to the particular asset. We leverage our investment and operating expertise and utilize industry-specific guidelines that incorporate Sustainability Accounting Standards Board guidance. We also have added a separate human rights and modern slavery risk assessment to our due diligence process with the objective of mitigating the risks of modern slavery and human rights violations for potential investments, including supply chains.

Financial crime policies

These include our anti-bribery and corruption, and anti-money laundering programs that are designed to prevent financial crime and the movement of money derived from crime (including crimes relating to modern slavery).

Positive work environment policy

This outlines our commitment to providing a workplace free of discrimination, violence and harassment and summarizes the responsibilities of employees to understand: (i) what constitutes workplace discrimination, violence and harassment; (ii) their obligations to maintain an environment where these behaviors are not tolerated; and (iii) how to report incidents following proper procedures.

(together, the “**Policy Framework**”)

Our Policy Framework is reviewed periodically and updated as necessary.

2. TRAINING

All BHCA1 employees receive modern slavery training during the onboarding process. Further training relevant to applicable regions and roles, particularly in functions such as procurement is provided.

3. RISK ASSESSMENT

Risk assessments are important to BHCA1 efforts to promote the eradication of modern slavery . The slavery risk for each BHCA1 entity varies based on the nature of its business operations. The risk-based approach enables the reporting entities to focus efforts where most required. Our Anti-Slavery and Human Trafficking Policy requires risk assessments to be conducted annually to assess the nature and extent of exposure to modern slavery risks in our operations and supply chains.

4. REMEDIATION

Where possible, we will seek to use our influence to resolve any identified concerns.

5. WHISTLEBLOWING HOTLINE

Brookfield maintains the Hotline for its employees, vendors and other parties to anonymously report, among other things, any matters relating to suspected unethical, illegal, unsafe or other unwanted behaviors. Modern slavery and human trafficking issues are reportable on this hotline. The reporting hotline is managed by an independent third party and is accessible in multiple languages online and via a toll-free phone number 24/7.

6. MEASURE OF EFFECTIVENESS

BHCA1 acknowledges that modern slavery and human trafficking are possible risks within our operations and supply chain. The Working Group undertakes various steps to address these risks in our business, including reviewing our policies and business practices to ensure they reflect our commitment to:

- Implementing and enforcing effective systems and controls designed to reduce the risk of modern slavery in our business and supply chains; and
- Transparency through our disclosure obligations.

We monitor and assess the effectiveness of our modern slavery program through:

- Regular engagement and feedback from key stakeholders, including through active promotion of our reporting Hotline;
- Operational risk and mitigation plan reporting to the relevant boards and senior executives; and
- Refining our vendor management and due diligence processes.

Appendix

In addition to the information disclosed in this statement, BHCA1 in Australia consolidates entities in its financial statements that are operated by separate management teams either through other third-party management arrangements on a contractual basis, or businesses that operate independent processes and management structures. Each of these entities operate independently.

By way of background, BHCA1 is the head entity in Australia for Brookfield Asset Management and the consolidated Australian group. It is under BHCA1 that the Australian corporate structure has been established and that represents the parent holding entity of the Australian business.

Brookfield Residential Developments Australia Pty Ltd, A.C.N. 097 170 208 Pty Ltd and their operating subsidiary companies (together "Brookfield Residential").

Brookfield Residential is a residential and mixed-used developer and an asset manager, based in Queensland, that also owns Brisbane Cruise Terminal at Portside Wharf (a retail precinct) which is managed and operated by Brookfield Properties Australia Pty Ltd. Brookfield Residential's employees are predominately professional services, administrative and real estate management individuals located in Brisbane, Queensland.

The majority of Brookfield Residential's tier one suppliers are Australian-based companies, including:

- property development professional services including legal and real estate management;
- office administration; and,
- design and construction.

Risk assessment of the operations and supply chains, and approach to mitigation and remediation of modern slavery of Brookfield Residential is consistent with one described by BHCA1 in this statement.

Brookfield Residential has established vendor risk management processes.

Mitigating strategies currently include rolling out specific anti-modern slavery contract clauses in legal agreements for newly negotiated or re-negotiated agreements. Brookfield Residential is also refining its Vendor Risk Management Framework to enhance management of modern slavery risks in its supply chains.

Brookfield Metro Edgley Pty Ltd, Brookfield Luna Park Carpark Investment Pty Ltd, Brookfield Luna Park Carpark Landowner Pty Ltd, Brookfield Luna Park Pty Ltd, Brookfield Luna Park Investment Trust and their operating subsidiaries (together "Luna Park Sydney").

Luna Park Sydney is an operator and leaseholder of a heritage-listed amusement park and a precinct located in Milsons Point, NSW. Luna Park Sydney operates the precinct in accordance with the 1998 Plan of Management. In addition to running an amusement park, Luna Park Sydney manages a venue hire and brasserie business, all located within the park precinct area.

Luna Park Sydney employs approximately 85 full-time employees and approximately 800 part-time and casual staff throughout the year, who work across the following functions:

- Amusement park management
- Venue hire, functions and other event management
- Brasserie
- Administration (finance, human resources, marketing, information technology)
- Maintenance

The majority of Luna Park Sydney's tier one suppliers are Australia based companies, although some of the goods and services that they supply originate from other countries. Luna Park Sydney's regular vendors include:

- Ride and equipment hire
- Security services
- Marketing
- Food and beverage
- Energy

During 2021, Luna Park underwent major renovations work which included the installation of nine new amusement park rides. The manufacturer of the rides were from Tier 1 suppliers based overseas including from such countries as Italy and Germany.

Luna Park Sydney strives to embed the protection of human rights throughout core business activities, through training, communications, contracts, and due diligence processes as appropriate. For staff employed through labor hire agencies, Luna Park Sydney requires that payment to staff is in accordance with all applicable legislation.

For directly employed personnel, there are processes in place to ensure payment is fair and in accordance with legislation including:

- Annual increases in accordance with minimum wage determinations,
- Rates tables are supplied to relevant unions annually,
- Reconciliations if staff request a review,
- Spot check audits on pay, using the Fair Work Ombudsman's checklist and calculator tools,
- Payroll system that includes setup of industrial instrument rules and conditions,
- Annual external audits.

Luna Park Sydney continues to refine its vendor risk management processes including by enhancing management of modern slavery risks in its supply chains.