



Modern Slavery Statement

Introduction

This Modern Slavery Statement (**'Statement'**) is made jointly by The Gandel Group Pty Ltd (ATF The Gandel Group Family Trust) and Bridgehead Pty Ltd pursuant to section 16 of the Modern Slavery Act 2018 (Cth) (**'Act'**), for the financial year ended 30 June 2021 (**'FY21'**). The Gandel Group Pty Ltd (ATF The Gandel Group Family Trust) (**'GGPL'**) and Bridgehead Pty Ltd (**'Bridgehead'**) are entities within the Gandel Group (**'Group'**).

This Statement outlines the Group's approach in ensuring that our business and supply chains are managed within a framework that mitigates modern slavery risk. The Group continues to be committed to the improvement of the rights and wellbeing of people across our operations and within the community. We do not tolerate behaviour that is in breach of the law or which is non-compliant with our corporate policies and expect our employees and suppliers to operate in a manner which is consistent with our values and standards.

This Statement sets out the steps we have taken during FY21 to identify and address modern slavery within our operations and supply chains. Our focus in FY21 was to strengthen our understanding of potential modern slavery risks within our operations and supply chain.

Our Business and Operations

The Group is a private family office that operates only in Melbourne, Australia. As at 30 June 2021, the Group employed 47 staff.

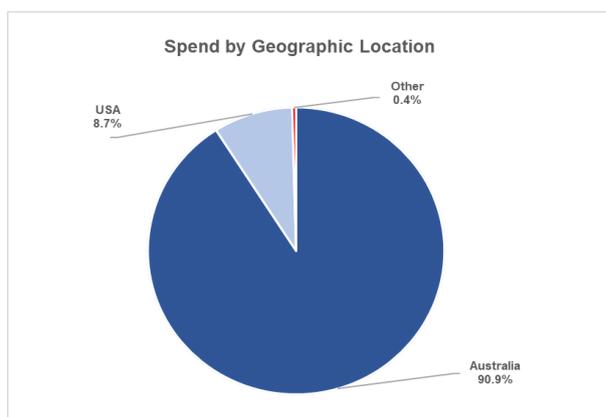
GGPL's sole activity is to provide day to day administration and operations to the Group.

Bridgehead's sole activity is its direct interest in 50% of Chadstone Shopping Centre (**'Chadstone'**) in joint venture with Vicinity Limited (**'Vicinity'**). The development and property management of Chadstone is outsourced to Vicinity, a strategic partner of Bridgehead.

GGPL and Bridgehead operate under the same policies and processes, have the same suppliers and are managed by the same Executive Team.

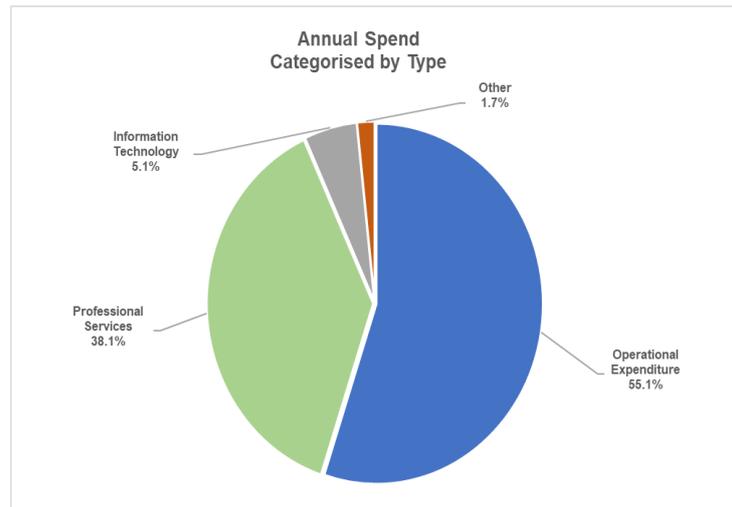
GGPL and Bridgehead are entities within the Gandel Group and are under the ultimate control of Mr John Gandel AC.

Overall, the Group has a high level of direct control over its operations. The Group's operations are solely based in Australia. Ninety percent (90%) of the Group's direct suppliers (Tier 1) are based in Australia, with the remaining Tier 1 suppliers residing in either the United States of America, the United Kingdom or Switzerland. A small number of our suppliers have operations or engage subcontractors (Tier 2) in other foreign countries although we deem the geographical risk to be low based on the Global Slavery Index and our analysis of the suppliers Modern Slavery Statements, where available.



The majority of our top 10 major suppliers, are large professional service organisations, many of which are regulated by professional bodies. Overall, the Group's supply chain includes third party outsourcing of the development and property management of the joint venture property; professional service consultants including legal advisors and auditors; IT infrastructure and support services and the purchase of products and services needed for general business operations including office supplies, employment of staff, rent and management of office space. The nature of the Group's operations is

revealed by our expenditure pattern. Nearly 98% of expenditure is on professional services, general operating costs and Information Technology ('IT'). The remaining expenditure is on other general business incidentals. The breakdown is shown below.

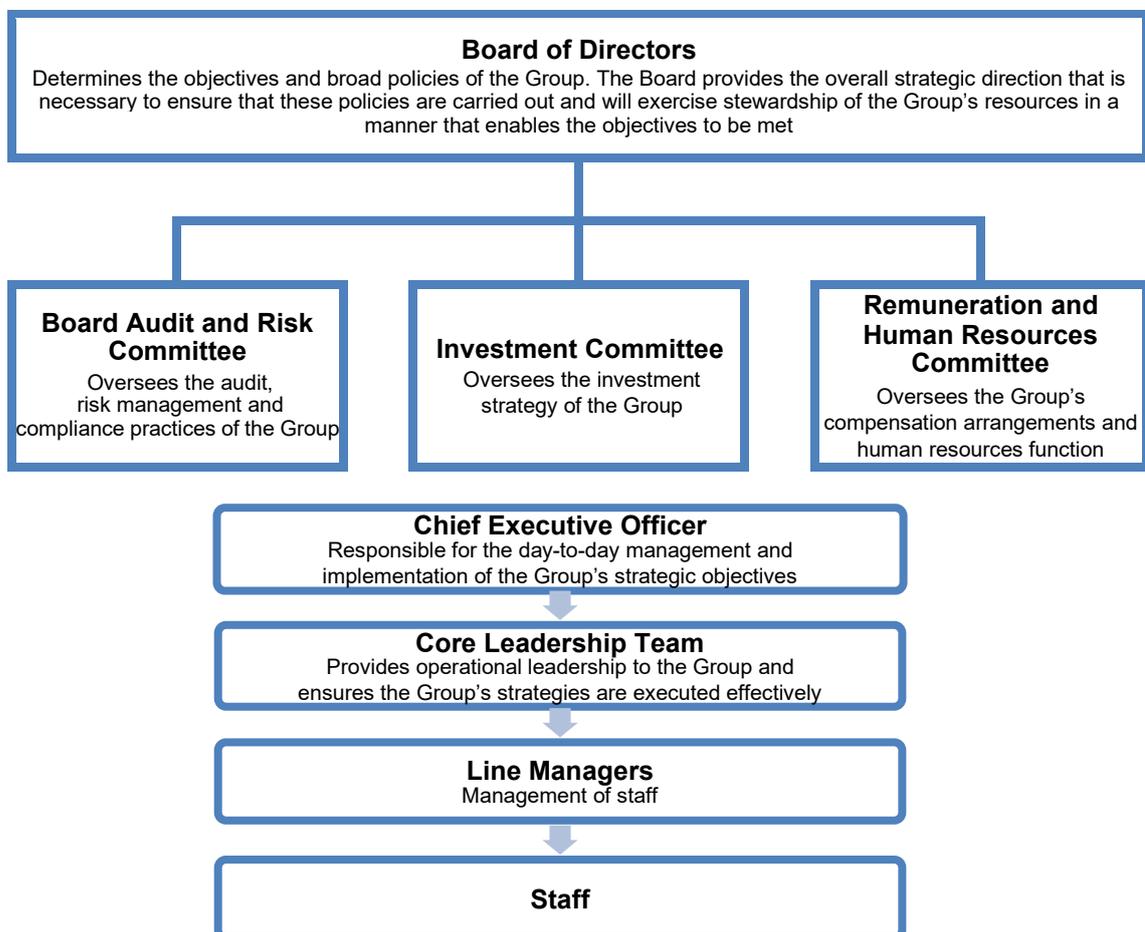


Our Governance Framework

We operate under a robust corporate governance framework as we recognise that effective corporate governance is critical to the broader success of the Group. The Group's assessment of modern slavery risks is managed via the same governance structure used for managing all other risks of the Group. The Group's Board is assisted by several sub-committees whose roles and responsibilities are defined in their respective Charters. All of these Committees consist of members of the Group's Board, the Executive team and some non-Executive members.

The Group's Board oversees our corporate governance framework and has delegated authority to the Board Audit and Risk Committee to assist in the oversight of compliance and risk, including our approach to non-financial risk including modern slavery issues.

The following chart illustrates the Group's Board Governance Structure.



Modern Slavery Risks in our Operations and Supply Chain

Operational risks

We consider the risks of modern slavery practices within our direct operations and workforce as low. The Group directly employs 47 staff who are predominantly made up of professionally qualified and skilled employees.

The health and wellbeing of our people is paramount. We maintain robust internal policies, systems and processes and we are committed to and continue to have a strong focus on:

- Providing a safe, inclusive workplace;
- Supporting good health and wellbeing of our people including flexible work arrangements to ensure work-life balance;
- Providing a workplace free from harassment, discrimination and bullying;
- Encouraging and supporting learning, development and equal opportunities for all staff;
- Complying with our legal and contractual obligations with all staff being compensated above the Australian minimum wage and providing leave entitlements;
- Acting ethically and lawfully in all business conduct; and
- Always engaging with our stakeholders respectfully and honestly.

Modern Slavery risks relating to our operation and direct employees are assessed in the context of the abovementioned commitments.

Supply chain risks

Given the profile and nature of the Group's business model and geographical footprint, we believe the risk of modern slavery in our supply chain is low. The Group does not have intricate supply chains nor does it have vendor relationships with businesses where modern slavery has been found to be an issue.

The Group is however aware that there may be an element of indirect exposure to the risk of modern slavery as one of our suppliers may have potential Tier 2 risk, although our assessments to date do not highlight any concerns of modern slavery risks. We will continue to regularly review this Tier 2 risk as part of the Group's review procedures. To that point, the Group regularly reviews all of its supply chains and operations to reduce the possibility that any of our business activities contribute to or facilitate modern slavery.

A review of the Group's supplier expenditure over the last 12 months, shows that our top 10 suppliers (by dollar value) represented nearly 78% of the Group's total business expenditure. Of these top 10 suppliers, 6 of these suppliers are large professional service organisations which are regulated by their own professional bodies.

The Group's risk assessment approach is documented below:

(i) Supplier risk identification

The risk assessments were based on the following: the nature of the sector, type of services, where the service or product originated from (geographical risk based on the Global Slavery Index), and potential presence of vulnerable people within the suppliers' operations and the complexity of the supplier's supply chain.

Our risk assessments are subject to various forms of due diligence, including the verification of information provided by our suppliers, the review of publicly available information and other business referrals. This detailed review and assessment is undertaken as the Group's objective is to build business relationships with reputable suppliers across all procurement categories, thereby minimising our exposure to modern slavery.

The risk assessment concluded that the risk of modern slavery in the majority of the Group's supply chains, which are primarily Australian based businesses with professional services organisations, is low given their geographic location, sector and type of service offering. The two services that may be considered to have a higher level of risk of modern slavery in the Group's supply chains are:

- Office cleaners – contracted under Chadstone's management services contract (sector risk); and
- Information technology service providers – the IT provider primarily operates all support services from its Australian office, although there is the ability to utilise its off-shore call centre when the local office is not manned (geographical risk)

In FY21, the Group implemented a formal on-boarding process for new suppliers which includes, amongst other things, an assessment of the suppliers' modern slavery risk profile. The information collected assisted in differentiating between low, medium and high-risk categories of procurement relating to modern slavery compliance.

Supplier onboarding is a channel through which we can consider and reduce modern slavery risks in our supply chains, with consistent, careful due diligence processes.

- (ii) Review and assess suppliers' publicly available information regarding modern slavery policies and other materials including their corporate responsibility and sustainability reports

Publicly available information was reviewed and assessed to determine whether adequate measures are in place to address any potential modern slavery risk within their business.

The Group recognises that the largest risk relates to its Chadstone joint venture with Vicinity, given all development and property management of Chadstone is outsourced to Vicinity. Direct engagement with the Vicinity team has been open and transparent as both joint venture owners have discussed the steps taken to identify modern slavery risks within the business as well as the process of responding and/or rectifying any modern slavery risks identified. We are satisfied from our review of Vicinity's publicly available information and our engagement with the Vicinity team, that they have demonstrated an understanding of their corporate responsibility and action against modern slavery on the part of its core supply chains.

We will continue our direct engagement with Vicinity and regular reviews of those with suppliers that we consider may have a higher level of risk of modern slavery, to ensure any form of modern slavery risk is promptly identified and an appropriate remediation strategy implemented.

Assessing the Effectiveness of our Actions

In assessing the effectiveness of our actions to reduce exposure to modern slavery, our focus has been on building and enhancing our existing risk frameworks to address modern slavery risks and strengthening our understanding and capabilities to identify potential modern slavery risks.

To monitor the effectiveness of the actions taken to mitigate modern slavery risks in our operations and supply chains, the following measures were taken during FY21:

- the ongoing assessment and management of this risk as part of our Risk Management Framework, including quarterly reporting to the Board Audit and Risk Committee on the nature and extent of the Group's exposure to the risks of modern slavery occurring in the Group's operations and supply chain and any remediation actions required or taken; and
- ongoing engagement with our key suppliers on the issues of modern slavery

In addition, the Group currently provides the following avenues for staff to raise any concerns:

- Whistleblower Policy – Staff and suppliers can raise any suspected concerns regarding dishonest, illegal or unethical behaviour.
- Equal Employment Opportunity (EEO) & Anti Bullying Policy – Staff have access to an independent third-party Equal Opportunity Contact Officer to raise any concerns or use the complaints procedures set out in the policy.
- Quarterly Work Health and Safety Report – Prepared on the joint venture property by Vicinity with the report being tabled to the Group's Board on a quarterly basis.
- Engagement with Vicinity – Continue to have direct and proactive engagement with the Vicinity team across all business areas including property, centre management, business development, occupational health and safety, the Executive Leadership team and the Vicinity Board.

The Group's practices, policies and procedures appear to have been effective in addressing any potential modern slavery within our supply chains. During FY21, there were no reports of modern slavery within the Group's operations or supply chain. However, should any modern slavery concerns be raised, the Group's risk governance framework is appropriately established to ensure an appropriate investigation would be conducted within the formal framework of reporting, documentation and remediation until such matter is approved by the Board Audit & Risk Committee and the Gandel Group Board and deemed closed. This practice is consistent with the manner in which all matters raised under the Group's Risk Management Framework is addressed. While the Group is comfortable with the current Risk Management Framework and the way in which it is regularly monitored, this does not preclude the business from continuing to further refine and expand our evaluation mechanisms as appropriate.

Our Next Steps

The Group is committed to operating our business lawfully and ethically and it is important to us that our suppliers are aligned to our values.

Going forward, the Group will focus on:

i. Education and Training

To continue to raise awareness of modern slavery risks, a structured training for all staff will be introduced to assist staff in being able to identify modern slavery risks and understand the process for reporting suspicious behaviour.

ii Detailed Due Diligence

The Group is committed to the ongoing assessment of both our high risk and major spend suppliers and their subcontracts (if any), to confirm their commitment and compliance to eliminating modern slavery risks within their business.

iii Policies and Procedures

Periodic reviews our current policies and procedures to determine whether we are appropriately identifying and evaluating our modern slavery risks. This is to ensure that the Group is always best placed to address any modern slavery risks that may arise, if required it will adapt and strengthen these policies and procedures.

Our Consultation Process

GGPL and Bridgehead have acknowledged that they are both aware that a joint Statement is being made and each entity has had an opportunity to participate in the statement's process.

All of Bridgehead's Directors are also Directors of GGPL.

This statement was approved by the Board of Directors of GGPL and Bridgehead on 18 November 2021 and signed on their behalf by:



Dion Werbeloff
CEO
Gandel Group