

Martin-Brower Australia Pty Ltd (Company)
ACN 111 374 344

Written Resolution of the Directors of the Company

December 14, 2020

We, the undersigned, being all the directors of the Company, who, at the date on which these resolutions were passed, would have been entitled to vote on the resolutions set out below if they had been proposed at a general meeting at which we were present, hereby pass the resolutions set out below.

Noted that the Martin-Brower Company, L.L.C. has published a Global Transparency in Supply Chain Policy which reinforces and strengthens its, and all of its direct and indirect subsidiaries and joint ventures, commitment to the rights of employees, supply chain and the global communities in which it serves; and

Noted that the Company has prepared a Slavery and Human Trafficking Statement pursuant to Modern Slavery Act 2018, No. 153, 2018 which sets out steps the Company has taken to ensure that slavery and human trafficking are not taking place in its supply chain or in any part of the business.

Resolved that the directors of the Company approves the Slavery and Human Trafficking Statement attached hereto as Exhibit A; and

Resolved that the Company and severally each director and secretary of the Company for and on behalf of the Company, be authorised to do anything (including, but not limited to, certification, execution and delivery of documents) required to be done, capable of being done or advisable to do under, in accordance with or incidental to any of the above resolutions; and


Resolved that any of the foregoing matters that have been done on or before the date of these resolutions be and are hereby adopted, ratified, confirmed and approved.

Signed:



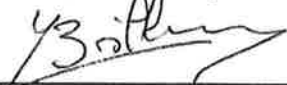
Robert McGonigle

Date: December 14, 2020



Cynthia Sysol McGauley

Date: December 14, 2020



Yves-Marie Brilliant

Date: 17/12/2020



Martin Brower Australia Modern Slavery Statement

This statement, pursuant to the Australian Modern Slavery Act 2018 (Cth), sets out the actions taken by the Martin Brower Australia Pty Ltd, to address modern slavery and human trafficking risks in our business and supply chain.

At Martin Brower we actively promote human rights and act with due diligence to avoid infringing on the human rights of others. We strive to foster safe, inclusive, and respectful workplaces wherever we do business and respect the fundamental rights of Martin Brower employees, which are: freedom from slavery and child labour; freedom to associate (or not associate) and collectively bargain; equal opportunity for everyone; a safe and healthy workplace; and freedom from discrimination and harassment.

Martin Brower continues to build our knowledge of the risks of modern slavery and the areas of our business that could face some of these challenges. We work across our business and supply chain to put the right practices in place to prevent and respond to any potential risks.

Modern slavery is unacceptable within our business and supply chains. Martin Brower understands that we have a responsibility to respect the rights of people who work for Martin Brower and do business with suppliers and business partners that respect human rights for their respective employees. We recognise there is no single solution to human rights issues, which is why it is critical that we engage with all our stakeholders to build awareness and understanding.

Our business, structure and supply chains

Our Business

Martin Brower is part of the Reyes Family of Businesses (RFOB). The RFOB is a global business, with over 31,000 employees, close to 7,000 vehicles, and more than 200 properties. The Reyes Family of Businesses are dedicated to being the best in industry by achieving unmatched value for their customers while creating an outstanding work environment for their employees.

Since RFOB's humble beginnings in 1976, the business has grown to the 12th largest privately owned Company in the USA. The RFOB is made up of subsidiaries Reyes Beverage Group, Great Lakes Coca-Cola Bottling, Reyes Coca-Cola Bottling and Martin Brower.

Globally Martin Brower is dedicated to being the leading supply chain solutions provider for restaurant chains around the world, creating an outstanding work environment for our employees and delivering unmatched value to our customers while protecting their brands.



Globally we are renowned for finding innovative and timely means of delivering products to customers, and is well known for setting new standards for on-time delivery, dependability, efficiency and safety at the international level and has presence in Australia, Bahrain, Brazil, Canada, Costa Rica, France, Ireland, Korea, Kuwait, Malaysia, New Zealand, Panama, Puerto Rico, Qatar, the United Kingdom, United Arab Emirates, and the United States.

Our Culture is based on the belief in the power of our teams' collective wisdom and encourage all to be curious and think differently as we reimagine the future of big brand restaurants. Each employee is nurtured in a culture that fosters continued learning and supports the quest for individual growth.

Ethics: Employees are guided by a strong sense of social responsibility and ethical behavior.

Safety: Achieving the highest level of safety in each of the 19 countries in which we operate is more than an objective – it's an obsession. Even one injury is unacceptable.

Community: Our employees are dedicated to strengthening the communities where our people and customers work, live and play.

Martin Brower operates a different model to other logistic providers. The services we offer begin at the very start of the supply chain, all the way through to delivery at the Restaurant. Martin Brower Australia is a vital link for our customer and their suppliers. Martin Brower purchases stock from our Customers Suppliers, and supplies that stock to their restaurants to ensure an assured supply is achieved. This means that our suppliers can be broken down into two clear categories, the first being suppliers of our customer (System Suppliers) and the other being Martin Brower suppliers (Non System Suppliers).

Just like our customer, we expect all suppliers, regardless of the cultural, social and economic context, to meet expectations of fundamental rights for all people. This means treating their employees with fairness, respect and dignity, and following practices that protect health and safety for the people working in their facilities.

Martin Brower has shared the Modern Slavery Act 2018 and the Commonwealth Modern Slavery Act 2018 Guidance for Reporting Entities with relevant stakeholders across our entity to ensure that there is a mutual understanding of our reporting requirements.

Martin Brower by the Numbers

- 736 Million cases
- 25,000 restaurants services
- 74 Facilities
- 19 Countries
- 11,000 employees

Martin Brower Australia

- 998 restaurants
- 7 sites
- 550 employees



Policies

Martin Brower supports the goals of the Commonwealth Modern Slavery Act 2018 and take seriously our responsibility to act with due diligence to avoid infringing on the human rights of others and address any impact on human rights if they occur.

Martin Brower requires all of its Group companies to comply with a Supplier Code of Conduct ensuring fair and ethical workplace standards across our supply chain. The Supplier Code of Conduct addresses human rights, workplace environment, environmental management and business integrity. Martin Brower has also published a Global Transparency in Supply Chain Policy which reinforces and strengthens our commitment to the rights of employees, supply chain, and the global communities in which we serve.

Employment practices

We conduct our activities in a manner that respects human rights as set out in the United Nations Declaration of Human Rights, and we are committed to ethical recruitment and employment practices. These principles are underpinned by a suite of policies, many of them relevant to modern slavery.

Our employees receive regular training to remind them of the business standards which they are expected to adhere to. This training includes:

- Annual Re-induction Program
- Annual Ethics Certification Program
- Anti-Bribery and Corruption Training

Contained within our policies and training, employees are reminded have an obligation to report any conduct which they believe to be a violation or apparent violation of our policies. Employees are able to report matter to their supervisors, higher management, the Office of Ethics and Compliance, the business unit General Counsel or the Reyes Holdings Ethics Hotline.

Reports may be made anonymously and will be treated as confidential. The Company strictly prohibits retaliation against an Employee who raises a concern in good faith, who makes a report of suspected misconduct, or who cooperates with a Company authorised investigation into potential wrongdoing.

Martin Brower Policies

- Guidelines of Business Conduct
- Anti-Discrimination (EEO) Policy
- Code of Conduct Policy
- Grievance Policy
- Privacy Information & Disclosure Policy
- Social Workplace Accountability Policy
- Workplace Health and Safety Policy
- Environmental Policy
- Anti-Bribery Policy
- MB Global Compliance Transparency in Supply Chain



Due Dilligence and Mitigating Risk in our Supply Chain

Risk Identification and Mitigating risk

Martin Brower has taken and continues to take a variety of actions to verify the absence of forced labour, slavery and human trafficking, including but not limited to the following:

- **Long Standing Relationships:** We build long standing relationships with customers and suppliers who share our values and know our expectations of business behavior.
- **Due Diligence:** We complete due diligence on agents who interact with government actors on our behalf, in order to ensure worldwide adherence to applicable laws.
- **Audits:** All Martin Brower locations complete a Supplier Workplace Accountability Audit including but not limited to a physical, onsite audit, acknowledgment of the Supplier Code of Conduct, review of online training material and self-assessment questionnaires.
- **Reporting:** We have a corporate wide accountability and reporting mechanism (Ethics Hotline) and require employees to complete a mandatory ethics certification on a yearly basis as permitted by local law and/or collective bargaining agreements.
- **Internal Accountability:** Martin Brower has internal processes and procedures to help confirm that employees and suppliers meet our standards, including internal audits, measurement of key performance indicators and customer business reviews.
- **Labor Monitoring:** We pride ourselves on best practice labor monitoring and established ethical practices in each country. All employees are made aware of our policies and how they can be accessed for future reference. Anyone involved in recruitment is trained and required to comply with all applicable legislation and processes to ensure that we remain ethical. We also conduct audits at a local level to identify problems or instances of non-compliance and develop corrective action plans that identify root causes to prevent instances of recurrence.

Our focus on preventing slavery and human trafficking is part of a larger effort to encourage supply chain transparency and accountability. We do not tolerate forced, bonded (including debt bondage) or indentured labor, involuntary prison labor, slavery or trafficking of persons for any purpose.



As explained, Martin Brower suppliers can be broken down into two clear categories, the first being suppliers of our customer (System Suppliers) and the other being Martin Brower suppliers (Non System Suppliers).

Our Customer has a Supplier Workplace Accountability (SWA) program which all System Suppliers, including Martin Brower, is required to comply with. The main Purpose of the SWA program is to help suppliers and facilities to understand their responsibilities, to verify facilities ability to demonstrate compliance with these standards and work together for continual improvement.

System Suppliers are required to comply with the Customers Supplier Code of Conduct which outlines minimum expectations in relation to the following:

Human Rights

- UN Declaration of Human Rights
- Freedom of Association
- Employment Status
- Employment Practices
- Anti-Discrimination and Fair Treatment
- Working hours and Rest days
- Underage Labour
- Wages and Benefits

Workplace Environment

- Safety Management Systems including Hazard identification, reporting and rectification
- Training on Emergency Management and Response
- Site Security

Environmental Management

- Managing and minimizing environmental impacts of facilities, including:
 - Air emissions
 - Waste Reduction
 - Water usage
 - Greenhouse Gas Emissions

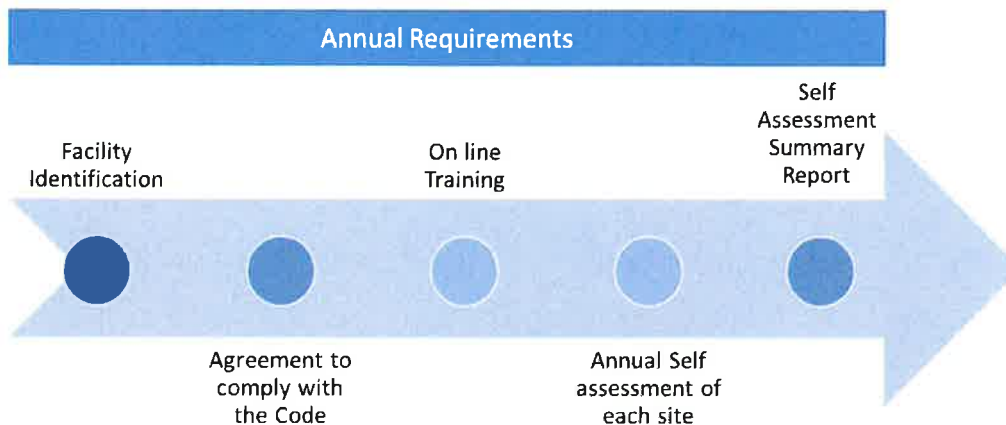
Business integrity

- Compliance with the Law
- Anti-bribery
- Facility Audits and Assessments
- Accurate and Transparent Books and Records
- Confidentiality
- Grievance Mechanism
- Whistleblower Protection
- Additional Standards as required



Supplier Workplace Accountability Program (System Suppliers)

Our Customer has a Supplier Workplace Accountability (SWA) program has the following steps which are required to be undertaken:



In addition to these annual requirements, Facilities are also required to undergo a periodic physical inspection audit which is conducted by a third party auditing firm.

The auditor will measure how well the facility complies with the Code and identifies areas of non-compliance. A final report, with any non-compliance observations, is issued through our customers auditing system. The supplier / facility makes decisions about how to improve and enhance compliance to ensure corrective and preventative actions are sustainable through a corrective and preventative action plan (CAPA).

In Consultation with our Customer Martin Brower has confirmed that there are no System Suppliers who have outstanding CAPA's, which indicates that all System suppliers, including Martin Brower are compliant with code.

Additional Measures (System Suppliers)

Throughout 2020 and in preparation for our Modern Slavery Statement, Martin Brower partnered with our Customer to ensure that our Suppliers were aware with their own reporting requirements. This was achieved by sending out a survey to System Suppliers and confirming if they were required to report, what their reporting timeframes were and confirming that they had a copy of the Commonwealth Modern Slavery Act 2018 Guidance for Reporting Entities.

In addition Martin Brower has partnered with our Customer to ensure that a Compliance Statement was sent to System Suppliers for them to conduct a self audit and confirm that they are operating in a socially acceptable manner, in compliance with all legislative requirements, meets the Code of Conduct for Suppliers and meets the reporting requirements of the Modern Slavery Act 2018.



Martin Brower Suppliers - Non System Suppliers

During the reporting period, Martin Brower has implemented self reporting for non-system suppliers as well as undertaking a desk top audits.

The company also reviewed and implemented our Agency Labour Provider and put in place a National Agreement which covers all sites. This allowed the company to set pay rates with these providers which matched our Companies Enterprise Agreements.

Throughout the review the company was able to confirm that all non-system suppliers were compliant with the matters contained within our review.

Non-System Supplier focus areas were:

- Auditing that the Supplier had Safety Systems in place
- Meet compliance requirements in relation to insurances and overall legislative compliance
- Employment Status
- Employment Practices
- Anti-Discrimination and Fair Treatment

Effective action

Where a noncompliance is identified through an on-site audit, System suppliers work with a third-party audit firm to complete a corrective and preventative action plan to address the noncompliance. The plan must provide specific time frames within which corrective action will be taken, root causes analysed, and policies and procedures updated. In addition, the plan must be designed to avoid recurrence of the noncompliance and establish specific accountability. In instances of significant non-compliance, suppliers are subject to a follow-up audit to ensure that the non-compliances have been properly addressed.

The SWA programme is designed to support System suppliers in meeting our customers standards. However, there are circumstances under which a supplier will be removed from the supply chain to address instances of significant noncompliance with the Social Workplace Accountability Policy.

Martin Brower requires both System and Non System suppliers provide their own internal reporting mechanisms to ensure their employees have a confidential, safe, and timely way to report workplace concerns without the fear of retaliation. The Policy stipulates that suppliers create internal grievance mechanisms and programmes for handling reports of workplace grievances, including anonymous reports.



Training on modern slavery and human rights

Martin Brower employees are trained regularly on the Standards of Business Conduct and are required to annually certify their understanding of and commitment to upholding the Standards.

For system suppliers, the global SWA programme includes an online training platform where they can access materials that provide guidance on preventing modern slavery. Training modules include: Ensuring Eligibility to Work, Protecting the Rights of Migrant Labour, and Implementing Grievance Mechanisms. For example, the Migrant Labour training aims to educate suppliers on the risks related to modern slavery when sourcing migrant labour and some key actions they can take to ensure they are protecting the rights of migrant workers in their facilities.

Looking forward

We understand that there is no single solution to the challenges of modern slavery and human trafficking, and we must therefore continue to learn and understand the associated risks and warning signs. By working across all elements of our business and supply chains, we will continue to build our knowledge of these issues and take steps to improve our collective awareness.

The company will continue to work with both System and Non-System Suppliers in a proactive manner to ensure the ongoing system maintenance to verify performance against best practice / benchmark and legal standards. Further to this we will have regular consultation throughout the Supply Chain with to ensure that all suppliers understand their responsibilities.