



Modern Slavery Statement

Keypath Education 2022

Keypath Education International, Inc.
FY22 (ended June 30, 2022)

This statement covers the activities of Keypath Education International, Inc. (ARBN 649 711 026) and its owned and controlled entities (Keypath) during the year ended June 30, 2022.

This is Keypath's second modern slavery statement under the *Modern Slavery Act 2018* (Cth) and sets out the actions we have taken to assess and address modern slavery risks in our operations and supply chains.

About Keypath

Keypath was founded in 2014 as a global EdTech company with the vision to “Transform Education, Transform the World”. We operate with a clear focus on our core values of collaboration, commitment, innovation and life-long learning.

At Keypath, central to our belief that education has the power to change the world, is equality of access for individuals from all walks of life, to that education. This includes those who, whether through geographical remoteness, employment commitments, economic challenges, family or caring responsibilities, or any range of other factors, would not be able, or would not elect, to study in a traditional on-campus environment.

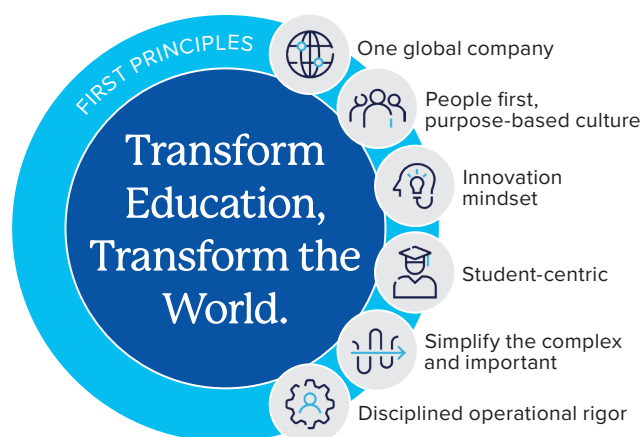
We partner with universities across the globe to expand their reach, amplify their impact, and advance student outcomes. We do this by delivering high quality academic programs that meet the needs of the future-of-work and help solve our global social and economic challenges.

We engage in digital marketing, program research and design, course development, recruitment, enrollment, student support and placement services in a technology enabled environment.

Keypath is committed to changing education with technology and positively impacting communities that benefit from educated, upskilled and reskilled workforces.

Collectively, these positive impacts extend beyond a newly skilled worker and the direct community benefit, to having a real effect on today’s social and economic challenges at a greater scale.

Keypath recognizes that modern slavery is an issue of immense global significance, and one that has only increased in the wake of the Covid-19 pandemic.⁽¹⁾ We also understand that while the vast majority of Keypath’s operations are carried out in high income countries that tend to have a lower vulnerability to modern slavery, they are not immune – an estimated 420,000 individuals being victims of modern slavery at any one time in our two largest markets, the United States and Australia, alone.⁽²⁾ Further, in a globalized market, we know that our supply chains can be geographically diverse, and as such, goods and services we procure to perform our core business activities, may originate from countries that have higher vulnerability to modern slavery than our core operational locations.



Keypath knows that every organization has a role to play in mitigating the risk and impact of modern slavery. While our due diligence indicates that Keypath’s exposure to modern slavery risk is limited, we are committed to building upon our capability to mitigate that risk. We engage in initiatives targeted to ensure that Keypath plays a part in protecting the human rights of those potentially affected by our business activities.

Our structure

Keypath Education International, Inc. is a publicly listed company incorporated in Delaware and headquartered in Chicago, Illinois in the United States. Keypath Education International, Inc. listed on the Australian Securities Exchange on June 2, 2021 (ASX:KED).

Keypath Education International, Inc. has seven wholly-owned and controlled entities domiciled in the United States, Canada, United Kingdom, Australia, Malaysia and Singapore (none of which are reporting entities). Further information on each of these entities, our structure and governance, can be found in our [Annual Report 2022](#).

1. Walk Free, Global Estimates of Modern Slavery, Forced Labour and Forced Marriage, September 2022.
2. Walk Free, Modern Slavery Index 2018.

About Keypath

Our operations

Keypath is a leading EdTech company that partners with universities globally, to deliver market-led, technology-enabled, online higher education programs.

Supported by Keypath's proprietary end-to-end technology and data platform KeypathEDGE, Keypath partners with universities to design, develop, launch and grow career-relevant, technology-enabled online programs with the goal of preparing students for the future of work.

Our core operations are in the United States and Australia; however, we also have operations and partners in Canada, the United Kingdom, Malaysia and Singapore and, as of the end of the reporting period, had partnerships with 39 universities in these countries. We currently engage around 800 employees around the world and Keypath has offices in Chicago, Melbourne, Sydney, Toronto and Kuala Lumpur.

Keypath has grown quickly since its establishment in 2014, using its data-driven approach to identify the markets most appropriate for our organic expansion.

Keypath has more than doubled its number of employees globally since 2019 and continues to grow its partners and programs. Keypath's operations are also supported through the use of third-party labor arrangements, particularly in respect of the provision of academic support staff in Malaysia and the supply of IT technical staff located in India.

Other than in regard to our office facilities (many of which are under-utilized after the Covid-19 pandemic and the introduction of Keypath's 'work from anywhere' policy), as an organization that partners with universities to deliver online programs, the majority of our operations, as well as our supply chain, are based online.

Our supply chain

We work with almost 500 suppliers from a number of countries including Australia, the United States, Canada, the United Kingdom, India, Israel, Norway, Malaysia and Singapore. Our suppliers are primarily located in the United States, Australia, Canada, and the United Kingdom.

The main categories of goods and services that we procure are:

- » digital marketing and related services;
- » information technology (IT), such as software, including SaaS platforms, hardware and support and technical services;
- » educational consulting services (for example, learning design services, education recruitment);
- » professional services and insurance (for example, legal, taxation and accounting services, insurance broking and premiums);
- » lease of physical office space in our five office locations, as well as office supplies for those facilities; and
- » human resources services including recruitment, remuneration consulting, and training.

We engage our suppliers on stable and longer-term agreements when appropriate. While some of our requirements for individual suppliers may be small in scale or of a more ad hoc nature, the structure of our underlying agreements with our university partners (**Partner Agreements**), is that they have an initial term between 7 – 10 years, allowing for stability and consistency in Keypath's engagement of suppliers supporting Keypath to service the Partner Agreements.

Modern slavery risks

As with any organisation, Keypath understands that we are not immune to the risks of modern slavery. We recognize that modern slavery may impact our business activities and that we have a responsibility to reduce the risk that we might contribute to modern slavery through our operations and supply chains.

Risk assessment methodology

We have again utilised our risk assessment methodology which considers a number of indicators of modern slavery risks including sector and industry, the type of products and services, geographical location and specific entity risk.

Keypath has this year extended its assessment to map approximately 95% of our global supply chain spend. Our FY22 risk assessment has again indicated that our operations and supply chain generally have a low potential for modern slavery risks -- our risk profile is summarized in the table below.

Risk	Description of risk
SECTOR/INDUSTRY	<p>As Keypath operates in the EdTech sector, where its partners are predominately United States or Australian universities, and the majority of Keypath's business is conducted online by education, marketing, sales and similar professionals, there is generally a low level of risk that those individuals working in that context are exposed to conditions of modern slavery.</p> <p>There are however, some sectors where Keypath procures goods and services from industries that present a higher risk of modern slavery. An area of higher risk is the supply of IT equipment (for example, laptops), particularly when the goods are sourced from certain countries in Asia (see 'Geographic' below).</p> <p>In addition, Keypath recognizes that it engages in some third-party labor arrangements, for example, for the provision of academic staff in Malaysia, and the supply of IT technical staff located in India to support our United States and global operations. Human resources procured under arrangements with third parties innately pose a higher modern slavery risk than direct engagement, as it is more challenging for Keypath to understand and verify the terms and conditions of the arrangements between the individual resources and the third-party company.</p>
GEOGRAPHIC	<p>The vast majority of the goods and services procured by Keypath are supplied by vendors located in the United States, Australia, the United Kingdom and Canada, which are all at a low risk of modern slavery occurring, according to the Global Slavery Index 2018 report.^[3]</p> <p>Keypath is however, in the process of expanding its operations into South-East Asia, having signed its first university partner in Malaysia during the 2021 financial year, and in Singapore, during the financial year 2022. Keypath is aware that Malaysia has a higher incidence of modern slavery risk than other countries it is accustomed to operating in, and we carefully consider our engagement of vendors within Malaysia.^[4]</p> <p>In addition, Keypath procures IT hardware (predominately laptops) from suppliers who source from global companies with dispersed and complex supply chains, and where manufacture of their products (or components in those products) has occurred in higher risk locations, most particularly Malaysia and China.</p>
SPECIFIC ENTITY	<p>A significant proportion of Keypath's supply chain spend is centralized with large technology and online marketing multi-nationals such as Google, Meta and Microsoft.</p> <p>Keypath is aware that as open platforms available for almost anyone with an internet connection to utilize globally, these platforms have the potential to facilitate both positive and negative human interactions, including modern slavery practices around the world, and that Keypath's spend with these organizations could be indirectly facilitating these behaviors.</p>
COVID-19 RISKS	<p>Keypath understands that the Covid-19 pandemic has caused ruptures across supply chains globally, and that when such disruption occurs, it is the most vulnerable in the supply chain that are at greatest risk – whether by finding themselves without paid employment at all, working for restricted payment, or facing increased hardship in working conditions as operations strive to meet unrealistic demands following production and supply chain disruption.^[5]</p> <p>Keypath appreciates that, as an online service provider, its supply chain is largely insulated from the challenges faced in many global supply chains as a result of the Covid-19 pandemic. However, Keypath is also conscious that in areas such as the supply of IT hardware, workers in international supply chains, particularly in Malaysia and China, could be exposed to increased hardship as a result of the pandemic.</p>

3. Global Slavery Index 2018.

4. Global Slavery Index 2018 ranks Malaysia as 42 out of 167 (with a lower ranking indicating a greater risk of modern slavery) in the ranking of countries by modern slavery risk. Keypath's usual vendors (largely located in the United States, Australia, United Kingdom, and Canada) tend to be rated around 150 or higher on the index.

5. Open Analysis Addressing Slavery in Supply Chains, 'Modern Slavery and Covid-19: Are we really all in the same (life)boat?' J Murray and A Malik, The University of Sydney, 2020.

Actions to assess and address risk

Keypath understands both the potential for modern slavery to occur in our operations and supply chains if not monitored, but also, the influence a company can have in limiting the opportunity for modern slavery risks to arise within its supply chain and operations.

Due diligence

Keypath has carried out its mapping and risk assessment for FY22 to confirm and identify key modern slavery risks that exist within our operations and supply chains, including any that have arisen since our FY21 review.

Keypath considered the annual spend, along with risk factors such as geographic location, industry, and the type of goods, to identify the suppliers that required further due diligence. There has not been any significant change in the Keypath operations or supply chain since the FY21 reporting period and our due diligence showed that the key risk areas reflect those identified in FY21.

For its second reporting period, Keypath elected to focus its further desktop due diligence on the areas that comprise:

- » our largest vendor spend, being the key social media platform vendors (including Google, Meta and Microsoft); and
- » the area we see as presenting the greatest risk of modern slavery – IT hardware procurement.

Keypath considered the significant publicly available information regarding the identified social media vendors to conduct a desktop risk assessment of the likelihood of exposure to modern slavery through a particular supplier or supply chain, focusing on updated information published over the reporting period. Information reviewed as part of the desktop review included a supplier's own Modern Slavery Statement, if available, its policies and procedures, as well as searches of news media for commentary on the particular supplier, and any other relevant materials, for example: any ESG programs a supplier may have in place and independent audits or analysis conducted by non-government organisations (NGOs).

Keypath also replicated the above desktop assessment process in relation to key information technology hardware vendors, including Dell and Lenovo. This assessment identified allegations of inappropriate labor conditions for ethnic Uyghur people in factories supplying a number of large global technology organisations in China, including our key hardware suppliers of Dell and Lenovo in 2020.^[6] By conducting more detailed due diligence, Keypath has been able to gain comfort that it has not identified any instances of modern slavery in the current supply chain, and that the suppliers were taking significant action to mitigate against this risk in their own supply chain. We do

however, recognize that the nature of the work involved with the production of IT components and finished consumer products is higher risk for modern slavery, due to the coalesce of lower-skilled roles in geographic locations that have an innately higher risk of modern slavery occurring. Against this backdrop, Keypath will continue to carry out careful monitoring of these suppliers, including consideration of the substantial modern slavery reporting materials and commitments published by the suppliers themselves, and third-party analysis of supplier actions, including in the news media and independent audits or analysis conducted by NGOs.

In FY22 we did not identify any instances of suspected Modern Slavery in the Keypath supply chain. If Keypath identifies indicators of modern slavery in future reporting periods, we intend to work with those companies to the extent possible to eliminate these concerns. If the concerns are not able to be mitigated, Keypath will consider exiting the relationship with the supplier.

Governance and accountability framework

Keypath has in place corporate governance practices which are formally embodied in corporate governance policies and codes adopted, and periodically reviewed, by Keypath's Board of Directors. The aim of the policies is to ensure that Keypath is effectively directed and managed, that risks are identified, monitored and assessed, and appropriate disclosures are made.

Further, Keypath's Audit and Risk Management Committee (**ARMC**) assists the Board in fulfilling its corporate governance and oversight responsibilities in relation to Keypath's financial and non-financial risk management systems.

The ARMC meets on a regular basis, and in addition to financial oversight functions, the ARMC reviews and assesses:

- » reports arising from any risk assurance activities;
- » in concert with our People, Remuneration and Sustainability Committee, Keypath's environmental and social governance risks;
- » ethics and reputation issues arising from Keypath activities;
- » the adequacy of Keypath corporate reporting processes and internal control and risk framework; and
- » the effectiveness of Keypath's compliance and risk management functions.

6. Australian Strategic Policy Institute, <https://www.aspi.org.au/report/uyghurs-sale>, March 2020.

Policies and procedures

Keypath has a number of policies and procedures in place to ensure strong governance frameworks that enable us to prevent, assess and address modern slavery risks. These include:

- » [Code of Conduct](#) that sets out expectations for ethical, lawful and respectful conduct standards by which all Directors, employees, contractors and suppliers of Keypath are required to abide;
- » [Risk Management Policy](#) ensures that appropriate systems are in place to identify financial and non-financial risks to Keypath, to identify and effect appropriate controls, allocate responsibility and ensure any material changes in risk profile are disclosed in accordance with Keypath's [Continuous Disclosure Policy](#);
- » [Whistleblower Policy](#) that supports and encourages employees, consultants, contractors, suppliers and officers (and, as applicable, their families) to raise concerns anonymously regarding behavior of Keypath or its employees that may be unlawful, unethical or in violation of Keypath policies; and
- » [Anti-Bribery and Corruption Policy](#) that reinforces our commitment to high ethical and socially responsible standards in our procurement practices.

Keypath's policies and procedures are supported by our Legal and Human Resources departments, which ensure that all legal rights and obligations around employment are met for each location in which a Keypath employee is located.

Mitigation steps FY22

In addition to conducting due diligence activities, Keypath is updating its standard contractual terms to ensure Keypath vendors are both aware of the risks of modern slavery and their own obligations with regard to those risks, and are contractually obliged to act in a manner that supports mitigation of modern slavery risks. These contract terms will be progressively rolled out, commencing with new vendors, from Q1 of calendar year 2023.

Keypath has also taken steps to reduce its risk profile in our newly established Malaysian operations. We have acted to transfer staff initially engaged under a labor hire model, to become permanent employees of Keypath. While the conditions of engagement for the staff while working as representatives of the third-party labor provider appeared acceptable, bringing our operational staff in house as our own employees, allows Keypath to take comfort that all required protections are being afforded to those individuals against the risk of modern slavery.

Assessing our effectiveness

Keypath continues to develop its understanding of both the risks of modern slavery within our operations and supply chains, and the manner in which Keypath is best able to mitigate that risk.

We also understand that the risks and accompanying mitigation strategies to address those risks may change over time as our business changes, due to broader global, economic and societal changes (as seen with the Covid-19 pandemic), and as more information becomes available as to modern slavery practices in areas relevant to our supply chain. We recognize that our annual supply chain mapping and due diligence practices will play a key role in ensuring that we continue to understand and mitigate modern slavery risks in our operations and supply chain appropriately.

Keypath is pleased to be able to report that no suspected or confirmed modern slavery incidents were identified in our assessment for FY22. This is a key criteria against which to measure effectiveness of our actions, however, we remain vigilant in identifying such incidents or risks going forward.

Keypath also assesses the success of its modern slavery program by the ability to show tangible results in the reduction of the risk of modern slavery as it exists in our supply chain. In removing our reliance on third-party contractors to support operations in Malaysia and Singapore, we have taken an important step to mitigate the modern slavery risks posed by third-party contract labor arrangements.

As we continue to grow our modern slavery mitigation strategies, we will look to build upon our key performance indicators to monitor Keypath's performance against, noting that the non-identification of modern slavery incidents is only an indication of success if the underlying practices for due diligence and mitigation are comprehensive in nature.

Consultation

During the reporting period, Keypath Education International, Inc. actively engaged with each of its owned and controlled entities on Keypath's approach to modern slavery and the development of this statement.

We have a group wide approach to managing modern slavery risk, which ensures that policies, systems and processes are applied consistently across the Keypath group.

Our group wide approach means that each entity was consulted and engaged in the development of this statement. In particular, each Keypath entity has reviewed this statement and was given an opportunity to provide input through common board members who sit across each Keypath entity.

In addition to being put to the Board of Keypath Education International, Inc. for review and approval, this statement was reviewed by Keypath's Global Chief Executive Officer, General Counsel and Company Secretary, and Deputy General Counsel, Australia and Asia-Pacific.

FY23 focus

As we make our second statement, we recognize there are further steps we can take to assess and address the risks of modern slavery in our operations and supply chains.

In FY23, Keypath intends to:

- » Further assess its supply chain by undertaking deeper due diligence activities, for example, by way of supplier questionnaires, to determine the existence of any risk of modern slavery, and if so, taking steps to address that risk.
- » Adopt a stand-alone Keypath Modern Slavery Policy.
- » Roll out our updated vendor contract templates, incorporating obligations in relation to modern slavery.
- » Consider whether training is required for staff to ensure an appropriate base level of knowledge around modern slavery risks exists across our organization.

This statement has been approved by the Board of Keypath Education International, Inc. in their capacity as the principal governing body for Keypath Education International, Inc.

This statement is signed by Steve Fireng in his role as Global Chief Executive Officer and Managing Director of Keypath Education International, Inc.



Steve Fireng
Global CEO and
Managing Director

December 22, 2022



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