



Chair's Foreword

Respecting human rights is core to our approach and embedded in our behaviours at NorthWestern Roads Group (**NWRG**). We acknowledge the United Nations Guiding Principles on Business and Human Rights. Through the reporting period NWRG has continued to improve our understanding of and action on modern slavery risks throughout our operations and supply chains. Myself and my fellow Directors consider the focus on modern slavery risk for NWRG as appropriate and well directed for the operational position the organisation maintains.

Purpose of Statement

This Modern Slavery Statement (**'Statement'**) is made on behalf of NorthWestern Roads Group Pty Ltd (ACN 169 328 330); NorthConnex Company Pty Ltd (ACN 602 719 513); NorthWestern Roads Group Nominees Pty Ltd as trustee for the NorthWestern Roads Group Trust (ACN 169 328 287); and Westlink Motorway Group (ACN 102 757 924). All of these entities are part of NorthWestern Roads Group (**'NWRG'**, **'we'**, **'our'**, the **'Group'**). NWRG is ultimately owned by QIC Private Capital Pty Limited on behalf of funds and clients managed by QIC Limited, Canada Pension Plan Investment Board (trading as CPP Investments) and Transurban Limited (ABN 96 098 143 410).

NWRG operates the Westlink motorway in western Sydney and the NorthConnex Tunnel in the north west of Sydney.

This Statement is the third made by NWRG under the *Modern Slavery Act 2018* (Cth) (the **'Act'**). This Statement sets out the actions taken by NWRG to identify, assess, and address modern slavery risks across our operations and supply chains in the twelve months ending 30 June 2022.

Contents

Summary of NWRG’s work in this reporting period	3
NWRG’s commitment	3
Our joint reporting entities under the Act.....	3
NWRG’s structure, operations and supply chain	4
Structure and operations	4
Supply chain	4
Risks of modern slavery in NWRG’s operations and supply chain.....	5
Actions taken by NWRG to assess modern slavery risks	5
Description of modern slavery risks.....	6
NWRG’s actions to reduce modern slavery risks	7
Supplier engagement	7
How we assess our effectiveness.....	8
Future actions	9
Consultations with reporting entities	9
Disclaimer and approval	10

Summary of NWRG's work in this reporting period

In this reporting period, NWRG has continued to work closely with entities in its group and its suppliers to identify and address modern slavery risks. We have achieved the following goals set in our workplan for the reporting period:

- 6 new contracts entered into containing NWRG modern slavery clauses and requirements to comply with our Supplier Code of Conduct;
- Provided our Supplier Code of Conduct to new suppliers or those renewing contracts;
- Ongoing awareness sessions with NWRG staff on the application of our Supply Chain Modern Slavery Remediation Guideline, standard modern slavery contractual clauses and our Supplier Code of Conduct;
- Use of merchandise suppliers who can evidence that they consider modern slavery and human rights risk in their business operations;
- Reviewed the modern slavery reporting statements of key suppliers to understand how these entities are addressing modern slavery risks;
- Met with key suppliers to understand what progress is occurring within their organisation to address modern slavery risks;
- Trialled a supplier assurance questionnaire with two suppliers. There were no 'at risk' responses within the returned questionnaire;
- Conducted two awareness sessions with our key suppliers regarding our whistleblower service, inclusive of its ability to field occurrences of suspected modern slavery or human rights matters and our remediation process;
- Reviewed the NWRG Modern Slavery risk register; and
- Developed specific modern slavery reporting criteria for proposed major capital projects.

NWRG's commitment

NWRG supports the goals and intent of the Act and is committed to identifying and addressing any risks or impacts of modern slavery in our operations and supply chains.

NWRG's commitment to reduce the risk of human rights violations and modern slavery is confirmed in our Board-adopted Sustainability Policy. We are committed to continuous improvement of our identification of modern slavery risks and reporting program. We work actively to understand how our key suppliers are fulfilling their obligations through direct engagement. NWRG addresses the risk of modern slavery as a key risk with a specifically maintained modern slavery risk register.

Our joint reporting entities under the Act

This joint statement is made on behalf of the following entities within NWRG which are reporting entities for the purposes of the Act, as they are companies that carry on business in Australia (see section 21 of the *Corporations Act 2001 (Cth)*) with a consolidated revenue of over \$A100 million, during the reporting period:

- NorthWestern Roads Group Pty Ltd (ACN 169 328 330);
- NorthConnex Company Pty Ltd (ACN 602 719 513) (referenced henceforth as '**NorthConnex Tunnel**');
- NorthWestern Roads Group Nominees Pty Ltd as trustee for the NorthWestern Roads Group Trust (ACN 169 328 287); and
- Westlink Motorway Group (with the deemed parent WSO Co Pty Ltd ACN 102 757 924) (referenced henceforth as '**Westlink motorway**').



For the purposes of this statement, ‘**NWRG**’ refers to all entities within the NorthWestern Roads Group, and ‘**reporting entities**’ refers to the entities listed above.

NWRG’s structure, operations and supply chain

Structure and operations

NWRG operates the Westlink motorway in western Sydney and NorthConnex Tunnel in the north west of Sydney. More information on each motorway can be found at www.WestlinkM7.com.au and www.Northconnex.com.au.

The entities within the Group adhere to a single set of operating policies and procedures.

NWRG does not directly employ staff but has a Management Services Agreement with NorthWestern Roads Management Services Company (‘**NWR**’) through which NWR’s employees provide services for the Group. NWR employs professional and managerial staff consisting of a small team of employees. All employees are Australian-based and none require visas to work in Australia. NWR staff manage the two toll roads on behalf of NWRG and perform managerial services including contract administration, financial, risk, technology, safety and environmental management. NWR employees oversee contractors who perform operations and maintenance services for the Westlink Motorway and NorthConnex Tunnel. Such operations and maintenance include:

- Civil, electrical and control system maintenance;
- Operation of motorway control rooms;
- Landscape maintenance; and
- Motorway incident response.

Supply chain

NWRG has a limited and stable supply chain, dominated by agreements with Tier 1 suppliers who are well-established, large companies, many of whom are ASX-listed. These are predominately the same suppliers as reported on in FY21. A summary of this supply chain is provided below.

Supply chain for Westlink Motorway

The following providers represent the overwhelming majority of NWRG’s total spend in operating the Westlink motorway:

- Operations and Maintenance Contractor – July to November 2021 (reports separately under the Act and is Australian-based);
- Operations and Maintenance Contractor – transition to new contractor from November 2021 onwards (this entity also reports under the Act and is Australian-based);
- Tolling and Customer Management Services Contractor (reports separately under the Act and is Australian-based);
- Roadside Tolling Equipment and Services Contractor (operates in Australia and is based in Austria); and
- Operational Management and Control Systems (‘**OMCS**’) Providers – the contract was transitioning during the reporting period. (The current provider reports separately under the Act and the new provider’s organisation is based in Spain.)

Four of the five key Westlink motorway suppliers listed above are themselves reporting entities under the Act and so we understand that they will undertake their own assessment of their modern slavery risks and reporting as required by the Act. The remainder of NWRG’s supply chain, which makes up a

small proportion of its overall spend, consists of professional services within Australia and office technology and supplies.

Supply chain for NorthConnex Tunnel

In FY22, operations and maintenance for NorthConnex Tunnel was undertaken by a single head contractor for NWRG and represents the overwhelming majority of NWRG's total spend for operating the tunnel. This contractor is a significant Tier 1 supplier who additionally reports under the Act separately. This contractor provides the following services to NWRG:

- Operations and Maintenance Contractor;
- Tolling and Customer Management Services Contractor;
- Roadside Tolling Equipment and Services Contractor; and
- OMCS.

Risks of modern slavery in NWRG's operations and supply chain

Actions taken by NWRG to assess modern slavery risks

In order to prepare a baseline measurement of modern slavery risk for our 2020 Statement, the Group engaged a specialist consultancy to conduct a detailed assessment process. Details of this baseline assessment can be found in our 2020 statement. The link is provided below.

<https://modernslaveryregister.gov.au/statements/1708/>.

This assessment found that, as our primary suppliers are large organisations providing skilled labour within Australia, the risk of modern slavery in NWRG's supply chain is generally low.

Our supply chain had two key changes in FY22:

- A new Operations and Maintenance Contractor for the Westlink motorway (from November 2021 onwards); and
- A shift to a single head contractor to provide relevant services for the NorthConnex Tunnel (as outlined in the section above).

A review of our modern slavery risk register, developed with the baseline assessment, was undertaken during the reporting period and has confirmed our current risk position as consistent with the original risk assessment. This rating is based on the key changes to our supply chain involving a move from one Australian-based operations and maintenance provider to another Australian-based provider for the Westlink motorway. The new provider also reports under the Act and the scope and service delivery model did not change, with all existing processes and procedures being retained by the new entity.

Further, the construction activities reported in FY21 for NorthConnex Tunnel were completed in October 2020 and this has resulted in a reduced risk profile for NorthConnex Tunnel, as the likelihood of any risk materialising was reduced as the construction contract moved from large scale construction activities to defects management. The defects workforce and supply chain are significantly smaller than during construction.

Before engaging the new contractors for both Westlink motorway and NorthConnex Tunnel, we liaised with those suppliers on how they assess and address their modern slavery risks – including by reviewing their modern slavery statements (as reported under the Act), outlining the expectations in our Supplier Code of Conduct, and incorporating those expectations via modern slavery clauses in our supplier agreements.

NWR continues to engage with its Tier 1 suppliers to develop its understanding of modern slavery risks in its Tier 2 and lower supply chains, as detailed below. NWRG seeks to address its supply chain risks by seeking detailed information from key suppliers.

A number of our key suppliers have submitted modern slavery statements under the Act in FY21. We have reviewed these statements to confirm that these suppliers understand, and are continuing to strengthen measures to address, modern slavery risk, including the new major supplier for the Westlink motorway. We continue to work cooperatively with our suppliers to build a deeper understanding of their approaches to modern slavery risk.

Description of modern slavery risks

Noting the operations and supply chain changes during the reporting period, our view is that our risk profile remains consistent with the baseline assessment detailed in our 2020 statement, which can be found here - <https://modernslaveryregister.gov.au/statements/file/7702897e-cf32-4f5a-b35d-0ad255adb2f3/>. As outlined above, we conducted a review of our modern slavery risk register during the FY22 reporting period, and following two key changes to our supply chain, to confirm this alignment. Our supply chain remains highly dominated by Australian-based service providers. Through our modern slavery risk register review, we consider it unlikely that NWR directly causes, contributes, or is directly linked to a modern slavery instance. We acknowledge that greater modern slavery risks may materialise beyond our Tier 1 supply chain.

By way of summary, our 2020 baseline risk assessment identified a moderate risk of modern slavery (the highest level of risk identified in the assessment) within the following products and services that are relevant to the current reporting period within NWRG's extended supply chain:

- Merchandise;
- Tolling system equipment supply;
- Customer care services provision from overseas (a relatively higher risk country); and
- OMCS system supply.

Our 2020 risk assessment also identified the following key drivers of risk:

- Long or complex supply chains associated with raw materials and equipment;
- Equipment and materials supplied or manufactured in low-cost countries; and
- Low-skilled workforce involved in the manufacture of tolling and OMCS equipment, merchandise and office supplies, outside Australia.

Impact of COVID-19 pandemic

The risk of modern slavery in NWRG's Australian operations has not been substantially impacted by the ongoing effects of the COVID-19 pandemic throughout the reporting period, compared to 2020.

The social and economic disruption described in our 2021 statement continues to pose human rights risks, including modern slavery risks, which are relevant to our supply chain. These include concerns about workplace safety, and impacts to migrant workers and workers in low-skilled industries.

Where possible during this reporting period, NWR staff met in-person with NWRG's key suppliers to ensure oversight of their operations and open communication. Where in-person meetings were impossible due to COVID-19 restrictions, we also used virtual meetings, virtual safety walks and other technological solutions to maintain a normal level of engagement with and oversight of suppliers and their subcontractors. NWRG also took steps to secure personal protective equipment ('PPE') such as facemasks from an Australian supplier who manufactured the masks in Australia.

NWRG's actions to reduce modern slavery risks

On the basis of the risk assessment and review of our modern slavery risk register referred to above, NWRG continued to action identified risks of modern slavery in its supply chain.

A summary of NWRG's actions to assess and address modern slavery risks is set out in the opening section of this Statement. Additional details on our actions to reduce modern slavery risks via policy, governance and supplier engagement, including due diligence and remediation processes, are set out below.

Policy and governance

The key policy documents that govern our approach to Modern Slavery risk include:

- NWR Sustainability Policy;
- NWR Whistleblower Policy;
- NWR Supplier Code of Conduct; and
- NWR Supply Chain Modern Slavery Remediation Guideline.

The documents referenced above provide clear expectations within NWR and its supply chain partners on the requirements to mitigate modern slavery risk within the NWR supply chain.

During the reporting period NWRG promoted awareness of its remediation processes via its Whistleblower Policy, in collaboration with three key suppliers we co-share premises with. This collaboration involved each organisation raising awareness of its individual whistleblower policy and independent whistleblower service provider and that these services can be used as a mechanism to report potential modern slavery or human rights breaches.

Supplier engagement

NWRG's role as an asset owner means our approach to addressing modern slavery risks focuses on actively liaising with our key suppliers to understand the processes they have in place to address modern slavery risks in their operations and supply chains. This includes discussing their actions to identify and address modern slavery risk, including for the suppliers who have their own modern slavery reporting obligations.

In this reporting period, NWRG continued to undertake due diligence to identify and assess potential human rights impacts and modern slavery risks associated with its suppliers. NWRG continued routine meetings with its key Tier 1 suppliers (our Operations and Maintenance Contractors, Technology and Customer Management Services provider and Tolling Services Provider) on the Westlink motorway and NorthConnex Tunnel. Engagement involved both informal discussions and formal audit and assurance programs across a range of risks, including subcontractor and supply chain management. During the reporting period NWRG sought information on how these suppliers are further embedding measures to mitigate modern slavery risk through their procurement and contractual processes. Four of our five major suppliers in this period are reporting entities under the Act. Further, one of our major suppliers and a significant Tier 2 supplier are members of the 'Modern Slavery Coalition' coordinated through the Infrastructure Sustainability Council. NWRG monitors the progress and outputs from this group as part of our engagement with these suppliers and aims to apply relevant practices within NWRG's operations.

Finally, we continued to ensure that material suppliers were onboarded to our updated contracts containing modern slavery clauses and requirements to comply with the Supplier Code of Conduct at renewal. This included onboarding a key information technology support supplier to this updated

contract template. Certain contracts for lower-risk short-term professional services were entered into without a specific modern slavery clause, and consisted of:

- Service agreements (Australian telecommunications provider);
- Four short term professional consultancy service contracts with Australian suppliers;
- User pays services provided by NSW Police Service; and
- Service extension to an existing agreement of a short-term duration before the contract termination.

In future reporting periods, NWRG will address risks associated with its suppliers of professional services and office supplies. Given that these suppliers make up only a small proportion of its overall spend, NWRG has focused in its first three reporting periods on continued engagement with our key suppliers to both projects, as detailed above.

During this reporting period we trialled our supplier assurance questionnaire with two technology service providers which do not have modern slavery reporting obligations.

Case Study: Reporting requirements within proposed major capital works project

During FY22, NWRG commenced a process for a major capital project on one of its assets. Given the nature and scale of this procurement activity, specific modern slavery reporting requirements have been included in the procurement documentation. Should this project proceed, subject to government approval, modern slavery reporting obligations have been expressly factored into this project and will provide NWRG with a high level of assurance in this risk area.

How we assess our effectiveness

NWRG recognises the importance of evaluating the effectiveness of actions taken to combat modern slavery during each reporting period. To assess the effectiveness of the measures we have introduced the following:

- Ongoing use of supplier assurance questionnaires with our key suppliers;
 - In this reporting period we trialled a supplier assurance questionnaire with two suppliers. There were no 'at risk' responses within the returned questionnaire;
- Ongoing review of reports via our whistleblower service for any issues relating to modern slavery or other human rights violations;
 - In this reporting period, there have been no reports from our whistleblower service relating to human rights or modern slavery;
- Ongoing engagement with our key suppliers to understand progress on mitigating modern slavery risk and to share best practice;
 - In this reporting period 4 meetings were held with key suppliers where our suppliers provided NWR with updates on their actions in relation to assessing and addressing modern slavery;
 - In this reporting period we conducted two awareness sessions with our key suppliers regarding our whistleblower service, including how it can be used to report suspected modern slavery or human rights matters and our remediation process;
- Ongoing staff training (as required) and feedback on relevant internal and external policies;
 - 100% of staff were provided with awareness training on modern slavery in this reporting period;

- Ongoing monitoring of modern slavery risks, including follow-up risk assessments and reviews of the modern slavery risk register as required;
 - The above will continue for key projects in FY23. We did not identify any material changes in risk profile in FY22 compared to FY21; and
 - Reviewing data on instances of modern slavery reporting by key supply chain partners. There were no modern slavery incidents or human rights violations reported to NWR in the reporting period.

In future reporting periods, we will continue to refine our approach to measuring effectiveness and consider whether more detailed metrics are necessary.

Future actions

We recognise the need for NWRG to continually evolve and enhance its approach to addressing modern slavery risks in its operations and supply chain. To that end, we will seek to continually improve our approach and learn from our industry peers and partners by collaborating on leading practice.

Actions planned for the next reporting period include:

- Reviewing the FY22 modern slavery statements of our suppliers who are reporting entities under the Act to understand their assessment of their risks and their approach to mitigating those risks and apply any relevant practices within NWRG;
- Continuing periodic staff training and awareness raising about modern slavery and our relevant internal and external policies;
- Continuing collaboration with key suppliers to seek evidence that they have put in place their own policies and procedures to address modern slavery risks through the supplier assessment questionnaire developed;
- Continue to onboard suppliers onto our Supplier Code of Conduct for new and renewed contracts;
- Making our remediation process visible and available;
- Implementing revised contracts inclusive of human rights and modern slavery terms;
- Continuing to review our modern slavery register on a periodic basis;
- Aligning and benchmarking our modern slavery work plan against our industry partners, seeking to improve our processes and procedures; and
- Monitoring the sale of the Westlink Operations and Maintenance provider and reviewing the modern slavery report of the new parent entity.

Consultations with reporting entities

NWRG is committed to ensuring that all entities within its group are aware of their modern slavery obligations and to developing and maintaining a robust NWRG-wide response to modern slavery. To this end, the Safety, Environment and Stakeholder Manager for NWRG was responsible for co-ordinating the assessment of risks across the four reporting entities within NWRG, and understanding the modern slavery obligations and risks associated with each entity. This involved the Safety, Environment and Stakeholder Manager engaging with the NWRG's shareholders and the board of directors of each entity to explain our approach. The respective Boards have had the opportunity to input into this Statement before its finalisation and have approved this Statement.

Disclaimer and approval

The purpose of this Statement is to provide general information only as required by the Act and is correct as at the date of publication.

NorthWestern Roads Group Pty Ltd and NorthWestern Roads Group Nominees Pty Ltd (as trustee for the NorthWestern Group Trust) are the parent companies of the reporting entities within NWRG (including, for the avoidance of doubt, all reporting entities listed in this Statement). This Statement was approved by the Boards of the NorthWestern Roads Group, being the principal governing bodies of each of the reporting entities respectively, on 24 November 2022.

A handwritten signature in blue ink, consisting of a circular scribble followed by a horizontal line that ends in a dotted line.

Penny Graham

Chair of NorthWestern Roads Group