

X-Company Group Modern Slavery Statement FY 2023

Introduction

This statement is for the period from 30 June 2022 to 30 June 2023 (“**Reporting Period**”) and has been prepared in accordance with the *Modern Slavery Act 2018* (Cth) (“**Act**”) for and on behalf of the following listed entities:

Reporting Entity	ABN
X-Worlds Pty Ltd	33 162 112 487
Fives.Com Pty Ltd	20 657 617 466
Remote Roll Pty Ltd	91 160 801 347
X-Project Pty Ltd	87 160 801 329
X-Five Pty Ltd	84 146 308 876
Flywire Pty Ltd	17 111 444 421
X-Media International Pty Ltd	47 650 585 961
XWP Pty Ltd	26 664 913 973
XWP.co Pty Ltd	78 169 465 972
X-Company Pty Ltd	65 149 500 569
X-Team International Pty Ltd	95 160 801 301
WP Stream Pty Ltd	56 169 123 157

In this statement, the terms “**X-Company Group**” and “**Group**” means the reporting entities listed above.

Group Structure

The X-Company Group operates using an entirely remote operating structure, and currently operates under several unique brands, each targeting a specific purpose. These brands are:

X-Team. Since 2006 X-Team has been providing high performing, on-demand scalable teams of developers to some of the world's leading brands. Teams range from 1 to 100+ engineers in over 55 countries, and are made up of passionately curious driven developers ready to scale your team to project success.

Xfive. The Xfive digital product studio was founded in 2005 with the ambition of helping socially responsible businesses and organizations start, operate, and succeed in the modern digital age, achieving this by building human-centered digital experiences.

XWP. A digital agency specialising in complex enterprise WordPress websites, XWP was founded in 2014. XWP is a 100% remote service based company, employing a range of team members, including Project Managers, Product Owners, Designers, Solutions Engineers, Frontend and Backend Engineers together with all necessary support staff.

The Group clients include, Riot Games, Fox, NewsCorp, Beachbody, OFX, Vox Media and many more.

Global Structure

X-Team. Assisting clients around the world with the projects, the X-Team team has 34 employees spread across Australia, United States and Canada, and over 500 contractors in 58 countries.

Xfive. Consisting of 7 employees based in Poland, and 54 contractors in 9 countries, the Xfive team is ideally situated in assisting their customers to success.

XWP. The XWP team has 20 employees spread across Australia, Canada, and the USA and over 40 contractors located in 26 countries. XWP is proud of having so far achieved a ratio of one third female team members, and continues its push through its diverse hiring practices.

Structure in Australia

The X-Company Group's leadership is headquartered in Australia. The C-Suite Leadership Team (employees in Australia) is 5 FT males and 1 FT Female.

Gender diversity within the Australian operations of X-Team reveals that out of a total of 19 employees, 11 are male, constituting 58% of the workforce, while 8 are female, making up 42%. When it comes to employment categories, there are no contractors in Australia. There are 16 full-time employees, 3 part-time employees (comprising 2 females and 1 male), and no casual employees.

Gender diversity within the Australian operations of XWP reveals that out of a total of 5 employees, 3 are male, constituting 60% of the workforce, while 2 are female, making up 40%. When it comes to employment categories, there are no contractors in Australia. All employees are engaged on a full-time basis.

Group Purpose and Values

Our Purpose:

The X-Company Group is a values driven team, striving to create a welcoming and empowering diverse community where everyone feels safe and respected. With teams drawing upon engineers from around the world and enjoying the benefit of being a fully remote company, the X-Company Group understands the benefits of diversity with people in over 75 countries, such as Brazil, Argentina, the Dominican Republic, Poland, Japan, Australia, Canada and the USA

In the X-Company Group we try and level the playing field for candidates in the recruitment process, including by assigning candidates from underprivileged communities a dedicated recruiter to help guide them through the process, and we give them tips on how they can improve aspects of their application or gain more experience to improve their chances of joining X-Company and making our community a more diverse place

In 2019 the X-Company Group set itself an audacious goal, being to achieve carbon neutrality by the end of 2020. We did it, with the X-Company Group achieving becoming a fully carbon neutral company in 2020 which we achieved through offsetting our carbon emissions by investing in sustainable carbon projects, with direct investments in highly efficient Tanzanian and Malawian cookstoves. Since that time we have continued to maintain our carbon neutrality, and remain committed to continuing to achieve this goal as we grow into the future.

The X-Company Group recognises that modern slavery is a significant problem around the world, and supports efforts from both government and the private sector to eliminate it, and we embrace opportunities and have taken steps to ensure it does not exist anywhere within our wider organisation.

Our values:

More than just the values inherent to our purpose, each of X-Company Group brands has its own values to drive its core purpose, being:

X-Team:

At X-Team, our values are centred around relentless progress (“**Keep Moving Forward**”), fostering a culture of active communication and empathy to build a united, respectful community. We emphasise taking ownership of our work with passion and striving for excellence, while valuing consistency over intensity for long-term success. Compassion in every action and a mindset of continuous growth (“**Not Done Yet**”) further defines us, ensuring we always move forward together, both as individuals and as a team, towards endless innovation and positive impact.

Xfive:

Xfive is a digital product studio that helps socially responsible businesses and organizations to start, operate, and succeed in the modern digital age. Being founded in 2005 its mission is to help our clients achieve their online goals by building human-centered digital experiences. Our values are based on commitment to craft and driving positive change in the world, which we accomplish through:

- **Feedback culture matters.** We believe in giving feedback not only to you, but also to ourselves. We strive for better work ethics based on sharing every piece of information we have. We want you to feel empowered and have the mental space to make best decisions without worrying about what's behind the next turn.
- **Caring as much as you do.** You trust us with your business, this one project that your online success depends on. You put your heart into it and it's only fair that you expect the same amount of care, focus, and attention from us. Before we recommend solutions, we listen to understand the problems you face.
- **No surprises. Open cards.** You bring your best self to the negotiation table, discovery session or a call with a software engineer. Like us, you don't know everything, but you want to play open cards. You want us to anticipate problems and explain solutions. We'll tell before you ask. No surprises!
- **Optimal Solutions to your challenges.** We're agile by nature. We understand your goals are unique to you and your business. We know our craft and understand that things do not always go as planned, so we'll respond to change and alter our approach and tools to get you through the finish line and deliver the results you want.
- **Our values make us who we are.** Human connection, giving back to the community, embracing diversity; we know what we stand for, and we are proud of it. While striving for a global reach, we build and maintain real relationships with our team members and business partners alike. Supporting and lifting each other up helps us all achieve greatness.

XWP:

XWP is a leading full service digital agency catering to enterprise level clients.

Our XWP core values are:

- **Giving.** We care and aim to contribute our best wherever we serve.
- **Teamwork.** We unite our strengths, respect & support each other.
- **Mastery.** We always strive to grow our skills, find better ways & share them.

Operations & Supply Chain

While the X-Company Group offer products and services around the globe, the broader Group works and operates together to support the success of all operations of the Group. Each of our brands has different operations and supply chains, being;

X-Team:

X-Team provides software engineering via a staff augmentation model. X-Team's services include front and backend development, mobile development, devops, data engineering, UX design and more. X-Team works with partners to help them scale their teams and capacity with a fully remote flexible workforce.

As a fully remote company supplying software engineers and developers from around the world, we have no fixed place of operations.

From an assessment of the goods and services purchased by X-Team, X-Team's supply chain is characterised largely by a group of contractors engaging with X-Team in a personal or small business/self proprietor capacity. Other areas making up part of our supply chain include:

- the supply of services;
- the supply of hardware products and related services; and
- the supply of software (including Software as a Service (“**SaaS**”)).

The X-Team approach in working remotely around the globe as a tightly knit community provides the X-Team Group with opportunities to combat the risks of modern slavery compared to other industries and companies.

Xfive:

As a digital products studio Xfive provides a range of services, including discovery, design, development, and care & growth, for various types of digital products, such as MVPs, web apps, websites, e-commerce, and mobile apps.

Xfive values lasting relationships with its clients and aims to support positive change in the world through its expertise and innovation.

Xfive uses a mostly remote working operation, though it maintains an office in Krakow, Poland, where currently approximately 20 staff are working at least once a week.

As a digital products studio, we have the following supply chain:

- the engagement of services for the business predominantly from sole traders and small businesses around the world;
- the supply of services and products to our Krakow office;
- the supply of hardware products and related services; and
- the supply of software (including SaaS).

XWP:

XWP utilises its broad range of team members in operation of a digital agency specialising in complex enterprise WordPress websites. We are a 100% remote service based company

providing our expertise to solve complex needs for larger organisations. We collaborate together virtually and async across different locations and time zones around the world to deliver projects for our clients.

XWP has no physical goods, with our supply chains consisting predominantly of:

- the engagement of services for the business directly from the service providers themselves, being predominantly either sole traders or 1 to 2 person companies; and
- the purchase of online services, provided ordinarily as SaaS online tools.

Risks of Modern Slavery in Group Operations and Supply Chain

The X-Company Group understands the importance in taking steps to ensure that no modern slavery exists within its operations, and within its supply chain (no matter at what level). From review of its Group operations and supply chains in 2023, and as the Group is a provider of services, the X-Company Group is fortunate to be able to assess the risks of modern slavery existing in our Australian operations and supply chains as very low.

To assess and understand the modern slavery risks within its operations and supply chain, the X-Company Group has undertaken a detailed analysis of our operations and supply chains, and in doing so have identified the following areas of key risk of modern slavery:

X-Team:

With our supply chain being predominantly the engagement of independent contractors, this is the major risk of modern slavery existing in our operations and supply chain. While we engage independent contractors from around the world, including from locations where modern slavery unfortunately exists, X-Team works directly with the individual contractor, contracting and dealing with them directly, and not through the use of third party middle men where poor transparency can exist.

Instances where X-Team engages with a company and doesn't have named contractors in an agreement are very rare (under 1% of engagements), and are treated with additional caution to ensure that there are appropriate levels of transparency and risk.

Broadly X-Company views software engineering as being a relatively low risk industry, with software engineers and developers enjoying high wages and high portability of skills across companies and geographies.

Xfive:

Similar to X-Team, Xfive's supply chain is predominantly its engagement of independent contractors. In line with Xfive's values we contract directly with our contractors, ensuring they have clearly defined roles and conditions, and being remunerated fairly adequate to their position.

Given its current operating practices, Xfive considers that the risk of modern slavery existing within its operations and supply chains is very low.

XWP:

The major component of XWP's supply chain is its engagement of independent contractors. The XWP team is drawn from across the world, including locations where the risk of modern slavery exists, and we combat the risk of modern slavery through overwhelmingly engaging directly with our independent contractors.

In relation to the risks of modern slavery arising from the purchase of SaaS, we try and ensure that risks are controlled through not engaging with SaaS with unknown origins.

XWP is committed to ensuring the elimination of modern slavery from its operations and supply chains, with its assessment of the current risk being very low due to the nature of its business.

Actions Taken to Assess and Address the Modern Slavery Risks

To help identify modern slavery risks within its operations and supply chains, the X-Company Group takes an enterprise-wide approach, including utilising the following steps:

- engagement within the Group to understand and learn about modern slavery risks, and best practices to help eliminate the risks;
- the inclusion of key clauses into our contracts addressing modern slavery risks and compliance, so as to better place the Group in a position to assess, consider, and monitor the risks of modern slavery without our operations or supply chains (this is still underway for XWP);
- use of the Global Slavery Index to help identify key geographic risks for modern slavery when sourcing suppliers and contractors around the world;
- ongoing monitoring by the board of directors of each of the companies forming part of the Group in relation to how the anti-modern slavery measures are working and their impact on eliminating the risks of modern slavery with our operations and supply chains.

The X-Company Group also uses two key strategies to help eliminate the risks of modern slavery, being the identification and elimination during the selection process (including both in hiring and in procurement), and the fostering of a strong community within the organisation to enable excellent cross community communications and the reporting of any issues or concerns (whether modern slavery related or otherwise).

In addition to the above, each of the brands have undertaken the following:

X-Team:

In 2023 X-Team, as part of updating its contracts to include new modern slavery reporting requirements and updated legal compliance obligations, also updated its policies and procedures to address modern slavery risks for their inclusion into the yearly contractor reporting process.

Further the X-Team Executive and VP level staff undertook a review of our values to ensure that they are not only fully aligned with the ethical treatment of staff, but also clearly communicated and understood by the entire X-Team community.

X-Team also ensures that all of its policies are readily available to its team, being hosted in our online handbook.

Xfive:

The Xfive team utilises a wiki to assist it in its day to day operations, which has been updated in 2023 to include information and policies to support our team's awareness of the risks of modern slavery and how they can help address it.

Xfive is committed to frequently updating the wiki to ensure it remains relevant, as well as to reviewing its modern slavery risks and steps taken on an ongoing basis.

XWP:

During 2023 XWP has undertaken a review of how it can further improve its policies and processes to better identify and address the risks of modern slavery, identifying the following areas of improvement:

- XWP's policies and processes will be updated to introduce a new specific system for the assessment of modern slavery risks, implementation plan, and annual review process;
- updating XWP's contracts to include specific modern slavery clauses, with this to be completed in 2024;
- XWP will develop and implement a modern slavery questionnaire for our top fifteen SaaS providers who are providing services of an annual spend of over \$5000; and
- preparation of a policy designed to ensure that if XWP uses any outsourcing company in its future, that XWP will have a policy to ensure that modern slavery risks are identified and eliminated.

XWP maintains an online team handbook addressing ethical business practices, and helping ensure that unethical risks like modern slavery do not exist within XWP's operations and supply chains.

Assessing Effectiveness

The X-Company Group understands that the fight to eliminate modern slavery is an ongoing one, and that no matter how good a system we create, the risk of modern slavery will always remain and need to be addressed.

In understanding that this process is ongoing, the X-Company Group undertakes the following assessment steps to try and ensure that any remaining risks are captured and addressed:

- all contractors are reviewed at least annually to ensure that they are complying with the X-Company Group's policies and procedures;
- all suppliers to the Group undergo an annual review and assessment in relation to their compliance;
- X-Company uses multiple reporting channels, including a dedicated online reporting facility, for both X-Company Group members, suppliers, contractors, and other third parties to report anything outside of the X-Company Group's policies and procedures, or anything else of concern;
- the board of each company in the Group undertaking half-yearly reviews into the effectiveness, and any problems or other issues arising under, X-Company's modern slavery policies and procedures.

As part of further strengthening its response to the risk of modern slavery, the X-Company Group is currently in the process of establishing a working group of select individuals from across the wider X-Company Group tasked with championing the further development of processes and procedures to monitor and eliminate modern slavery risks from the organisation ("**Working Group**"). Once established this Working Group will be responsible for assessing the effectiveness of actions taken to prevent modern slavery and eliminate its risk.

In the event that any modern slavery is reported or otherwise discovered within the X-Company Group's operations or supply chains, the Group intends to take the following actions:

- investigate the reported potential incident of modern slavery to understand the facts;
- in the event that any modern slavery is discovered in that investigation, the relevant board of directors will determine:
 - whether it is possible to work with the relevant contractor or supplier to develop an improvement plan and associated audits to ensure that all modern slavery within that contractor/supplier is eliminated as a matter of priority; or
 - if the board consider that the above is not realistically achievable, how X-Company can exit the relationship with the contractor or supplier in a way without placing additional further harm to anyone who has been negatively affected.

Over and above this, each of our brands is committed to making the following improvements in 2024:

X-Team:

Our goals during 2023 were to better understand the risks of modern slavery, identify how we can better address modern slavery risks, better understand the reporting requirements,

how to improve requirements, and build the reporting and compliance requirements into our agreements. We are pleased to report that in 2023 we achieved these.

Heading into 2024, X-Team intends to:

- continue to develop frameworks and reporting, while also monitoring ongoing and emerging modern slavery risks; and
- undertake a further modern slavery risk review (as part of our ongoing annual review process) in early 2024 to help ensure all risks have been properly identified, assessed, and addressed.

Xfive:

To help ensure that the steps undertaken by Xfive to address modern slavery risks have been effective and are working in its current operations and processes, in 2024 Xfive intends to conduct a comprehensive internal audit to see what is working and where improvement can be made.

XWP:

In addition to the above steps to assess effectiveness, XWP is driven in 2024 to undertake and complete the following goals:

- updating XWP's contracts to include specific modern slavery clauses;
- updating our policies and processes to introduce a new specific system for the assessment of modern slavery risks, implementation plan, and annual review process;
- developing and implementing a modern slavery questionnaire for XWP's top fifteen SaaS providers who are providing services of an annual spend of over \$5000; and
- preparing a future policy designed to ensure that if XWP uses any outsourcing company, that it will have an appropriate policy ready and in place to ensure that modern slavery risks are properly identified and addressed.

Consultation

All companies forming part of the X-Company Group operate under a common set of policies and procedures; and share a common board team. In developing its policies and procedures, the X-Company Group has focussed on ensuring the involvement and collaboration of a broad diverse group of people from across the organisation, ensuring that each company is not only consulted but involved in the development, implementation, and monitoring of all relevant practices and procedures.

Other Information

The X-Company Group proudly supports the principles of the UN Declaration of Human Rights and the International Labour Organization Declaration on Fundamental Principles and Rights at Work.

This Modern Slavery Statement represents X-Company's efforts to reflect on what actions we have taken so far and how best to further focus on how to best approach combatting this global issue. We have scrutinised the steps that we have put in place to mitigate the risks of modern slavery to our business, and will continue to monitor and enhance our approaches to help eliminate the risk of modern slavery.

We recognize and understand the importance of the laws regarding modern slavery and are committed to reviewing and assessing the modern slavery risks in our supply chain.

This statement has been approved by the board of each of the companies forming part of the X-Company Group.



David Nigel Rosen, sole director of each of:

X-Worlds Pty Ltd (ABN 33 162 112 487)
Fives.Com Pty Ltd (ABN 20 657 617 466)
Remote Roll Pty Ltd (ABN 91 160 801 347)
X-Project Pty Ltd (ABN 87 160 801 329)
X-Five Pty Ltd (ABN 84 146 308 876)
Flywire Pty Ltd (ABN 17 111 444 421)
X-Media International Pty Ltd (ABN 47 650 585 961)
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X-Company Pty Ltd (ABN 65 149 500 569)
X-Team International Pty Ltd (ABN 95 160 801 301)
WP Stream Pty Ltd (ABN 56 169 123 157)

MODERN SLAVERY ACT 2018 (CTH) Statement Annexure

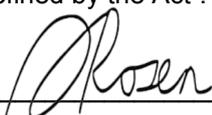
Principal Governing Body Approval

This modern slavery statement was approved by the *principal governing body* of the reporting entities making up the **X-Company Group**, as defined by the Modern Slavery Act 2018 (Cth)¹ (“the Act”) on 30 January 2024.

Signature of Responsible Member

This modern slavery statement is signed by a responsible member of each of the reporting entities making up the **X-Company Group**

as defined by the Act²:



David Nigel Rosen, sole director of each of the reporting entities making up the X-Company Group

Mandatory criteria

Please indicate the page number/s of your statement that addresses each of the mandatory criteria in section 16 of the Act:

Mandatory criteria	Page number/s
a) Identify the reporting entity.	1
b) Describe the reporting entity’s structure, operations and supply chains.	2 - 6
c) Describe the risks of modern slavery practices in the operations and supply chains of the reporting entity and any entities it owns or controls.	7
d) Describe the actions taken by the reporting entity and any entities it owns or controls to assess and address these risks, including due diligence and remediation processes.	8 - 9
e) Describe how the reporting entity assesses the effectiveness of these actions.	10 - 11
f) Describe the process of consultation on the development of the statement with any entities the reporting entity owns or controls (a joint statement must also describe consultation with the entity covered by the statement).*	12
g) Any other information that the reporting entity, or the entity giving the statement, considers relevant.**	13

* If your entity does not own or control any other entities and you are not submitting a joint statement, please include the statement ‘Do not own or control any other entities’ instead of a page number.

** You are not required to include information for this criterion if you consider your responses to the other six criteria are sufficient.

1. Section 4 of the Act defines a principal governing body as: (a) the body, or group of members of the entity, with primary responsibility for the governance of the entity; or (b) if the entity is of a kind prescribed by rules made for the purposes of this paragraph—a prescribed body within the entity, or a prescribed member or members of the entity.
2. Section 4 of the Act defines a responsible member as: (a) an individual member of the entity’s principal governing body who is authorised to sign modern slavery statements for the purposes of this Act; or (b) if the entity is a trust administered by a sole trustee—that trustee; or (c) if the entity is a corporation sole—the individual constituting the corporation; or (d) if the entity is under administration within the meaning of the *Corporations Act 2001*—the administrator; or (e) if the entity is of a kind prescribed by rules made for the purposes of this paragraph—a prescribed member of the entity.