

MANILDRA GROUP 100% AUSTRALIAN OWNED

MODERN SLAVERY STATEMENT 2021



Contents

Message from our Managing Director	2
About this Modern Slavery Document	3
Who is Manildra Group	3
Entities Covered by this Statement	3
Corporate Structure	4
Map of Manildra Group Sites	5
Employees and Representation	7
Code of Conduct and Ethics	8
Our Communities	9
Industries We Supply	10
Our Supply Chain	11
Our Brands	12
Ingredient Sourcing	12
Manildra Group Fast Facts	17
Ethical Business Practices	19
Modern Slavery Risk Assessment and Response	20
Effectiveness of Actions and Looking Ahead	21
Consultation and Approval	22





Message from our Managing Director, John Honan

Since 1952 when our family purchased a flour mill in Manildra, central west New South Wales, we have proudly maintained our strong family values as well as upheld a core belief in our people and products.

We continue to invest in our employees and our regionally based state-of-the-art manufacturing sites at home, as well as support initiatives and organisations in the communities where we operate. We believe that our actions can make a real, positive difference. For nearly seven decades we have remained a 100 per cent family-owned and operated business with worldclass manufacturing sites across Australia and in the United States. We are proud to be called an extended family to around 900 hard-working wonderful employees.

We partner with thousands of local Australian farmers to purchase wheat, sugar and canola. Some of these relationships span the nearly seven decades and three generations of our family business and form the foundations of our vision to bring the very best of Australian ingredients to the world table.

Successfully managing our operations and sourcing responsibly relies on visibility, transparency, and strong business relationships. This is even more apparent today given the disruption and demands imposed by the COVID-19 pandemic.

As this forms Manildra Group's first Modern Slavery Statement, we have thoroughly outlined the steps the business has taken to identify, manage and mitigate the

- specific risks of modern slavery in our operations and supply chain.
- We appreciate that modern slavery is a complex and growing problem and we are committed to respecting human rights and striving positively to impact all people which we depend upon across the full value chain.
- Our business is focused on producing premium Australian-made food and industrial ingredients that exceed the highest quality, environmental, social and government standards.
- Since 1952, Manildra Group has been committed to putting Australia first. This includes sourcing ingredients that are Australian-grown and made. Our biggest cost and input is Australian wheat; we source most of our raw products from local Australian farmers.
- We work closely with our suppliers, customers, farmers and employees to ensure that we conduct business responsibly and sustainably. We are tremendously proud to have done so successfully for the seven decades of our Australian family company's history.
- Often, I reflect on what I consider to be the beating heart of Manildra Group. I always come back to our relationships with our people, customers and suppliers as the lifeblood that keeps us delivering to Australia.

About this Modern Slavery Statement

This Modern Slavery Statement has been prepared in accordance with the requirement of the Modern Slavery Act 2018 (Cth).

This document forms the first Modern Slavery Statement issued by Honan Holdings Pty Ltd (trading as Manildra Group and referred to throughout as 'Manildra Group') and its wholly owned subsidiaries.

This Statement provides a consolidated description of the actions taken to assess and address the risk of modern slavery in the operations and supply chains of Manildra Group for the period of July 2019 to June 2020.

Who is Manildra Group?

In 1952, Manildra Group came into being with the purchase of a flour mill in the central west New South Wales town of Manildra. Today, it has become a diverse agribusiness.

As a global manufacturer of food and industrial ingredients, with world-class facilities in regional Australia and one site in North America, Manildra Group produces a range of flours, bakery premixes, gluten and modified proteins, wheat starches and modified starches, ethanol, sugars, syrups, sanitisers and animal stockfeed.

In addition to these operations, the Group holds 50 per cent interests in two strategic joint ventures, Manildra Harwood Sugars and MSM Milling.

Manildra Harwood Sugar (known as Sunshine Sugar) operates three sugar mills and a refinery in northern New South Wales. Our joint venture with the Mac Smith family (Mac Smith Milling) operates a canola oil and vegetable oil crushing and production facility in central west New South Wales.

Headquartered in Gladesville, Sydney, New South Wales, Manildra Group operates 11 worldclass manufacturing facilities in Australia and the United States and 18 warehouses across Australia and maintain 14 sales and administrative offices internationally. We manufacture food and industrial products in Australia and North America, with the vast volume of our production, in regional New South Wales.

Corporate Structure and Operations

Manildra Group is wholly owned by Honan Holdings Pty Ltd, and is one of Australia's largest privately-owned Australian businesses. The business also has two strategic joint ventures in regional New South Wales.



Entities covered by this Statement

This Statement applies to every wholly owned entity of Manildra Group and all entities of which Manildra Group assumes control.





MSM Milling

Manildra, Australia

Joint Ventures



Bakery Premix Plants

Altona, Rocklea and Manildra, Australia



Grain Storage Sites

Manildra, Moree, Bellata and Stockinbingal, Australia



International **Sales Offices**

United States, Korea, Taiwan, Philippines, Indonesia, Malaysia



Headquarters

Gladesville, Australia





Manildra Harwood Sugars

Harwood, Condong and Broadwater, Australia

Map of Manildra Group Sites

Corporate Headquarters

₩ Sydney, New South Wales

Offices

Sydney, Australia Altona, Australia Adelaide, Australia Rocklea, Australia Perth, Australia Manildra, Australia Bomaderry, Australia Kansas, United States of America Indonesia Philippines Taiwan Malaysia **Flour Mills** Manildra Bomaderry Narrandera

- Gunnedah **Manufacturing Sites**
 - Rocklea Altona
 - **Shoalhaven Starches**
 - **MSM Milling**
 - **Manildra Milling USA**

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- Harwood Refinery and Sugar Mill
- **Condong Sugar Mill**
- **Broadwater Sugar Mill**

Grain Storage Sites

Manildra

Stockinbingal

Moree

Bellata

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Australian Warehouses

West Melbourne

Darwin

Cairns

Townsville

Rockhampton

- Hobart
- Â Auburn
- Â Toronto
- Newcastle â Manildra
 - Gunnedah
- Narrandera
- Â Queanbeyan
 - Bathurst
- Nowra

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Orchard Hills

- Altona
- Altona Main
- Â **Laverton North**
- Â Adelaide
- â Brisbane
- Â Rocklea
- Townsville
- Perth





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Employees and Representation

Manildra Group's workplaces are equitable, safe and supportive. Manildra Group directly employs 905 people in Australia, with most of these employees based in regional and rural New South Wales. There are sales, warehouse, and administrative staff-based interstate.

Our business also has staff based in the United States which are directly employed by Manildra Milling USA. Additionally, we have sales staff based in United States, Korea, Taiwan, Philippines, Indonesia and Malaysia that handle all customer enquiries on the ground. Regarding internationally-based staff, Manildra Group complies with all relevant applicable laws and labour regulations of the countries where our employees are based. Manildra Group ensures that employment practices, remuneration, compensation, non-discrimination, workplace health and safety, labour, respect for the environment and human rights are followed.

Most of our employees at our manufacturing sites in Australia fall under Enterprise Agreements. These include Manildra Bomaderry Site Agreement, Manildra Group Altona and West Melbourne Enterprise Agreement, Manildra Flour Mills Enterprise Agreement (which incorporates Narrandera Flour Mill, Gunnedah Flour Mill and Sydney Warehouse). Additionally, all employees may choose to be a member of a union, under freedom of choice. Unions we have onsite include United Workers Union, Australian Workers Union, Australian Manufacturing Workers Union and Electrical Trades Union.

Employee rights are protected through a comprehensive set of policies and procedures that promotes ethically and legally compliant business behaviour. The following are the most relevant to preventing modern slavery in our operations:

- Code of Conduct and Ethics
- Grievance Policy
- Whistle-blowers Policy
- Bullying and Harassment Policy

Human rights are fundamental to our business and commitment to ethical business conduct. These policies and procedures mitigate the risk of modern slavery within our operations.

Code of Conduct and Ethics

The standards we hold for our employees are detailed in our Code of Conduct and Ethics Policy. This covers all individuals employed, appointed, or otherwise attached to Manildra Group, whenever and wherever they represent Manildra Group. Employees of a firm or a company contracted to perform work on behalf of Manildra, are also subject to the Code.

The Code of Conduct and Ethics Policy covers pillars including ethical culture, equal opportunity, discrimination and harassment, corruption and bribery, conflicts of interest and personal and professional behaviour.

We have always made it clear that employees need to meet the principals set out in our Code of Conduct and Ethics.

Consistent with these principals, Manildra Group:

- Works to establish safe and healthy workplace environments
- Values diversity and considers it integral to our operations
- Complies with all applicable workplace laws including equal employment opportunities, wages and benefits
- Respects freedom and human rights through appropriate non-discriminatory practices

We have zero tolerance for child slave labour, and this is detailed in our Recruitment Policy.





MANILDRA GROUP MODERN SLAVERY STATEME

Our Communities

Manildra Foundation was established to support the communities in which we operate and beyond. Making a long-term positive difference is important to Manildra Group and the business remains proud of the partnerships formed with trusted organisations who, like us, want what's best for our communities. We dedicate significant time and resources to strengthen these partnerships and share their commitment to their causes.

Breast Cancer Network Australia

Breast Cancer Network Australia (BCNA) works to ensure Australians affected by breast cancer receive the very best support, information, treatment and care appropriate to their individual needs.

The Smith Family

As Australia's largest national education-related charity, The Smith Family supports disadvantaged children to participate fully as students, giving them the best chance at breaking the cycle of disadvantage. Learning support and mentoring programs help children fit in at school, keep up with their peers, and build aspirations for a better future for themselves.

Foodbank

A non-profit organisation, Foodbank acts as a pantry to charities and community groups that feed the hungry. Established in 1992 in New South Wales, Foodbank now has a presence in every state and the Northern Territory, with distribution centres in all capital cities and a number of regional centres. Last year, Foodbank provided for over 40 million meals as a conduit between the food industry's surplus and the welfare sector's need.

The Salavation Army

The Salvation Army services are as wide-ranging and diverse as the areas of need in the community. From children to the aged, The Salvation Army has a service to assist.

WaterAid

An international charity that transforms lives by improving access to safe water, hygiene and sanitation, WaterAid has reached 21 million people worldwide.

Sydney Children's **Hospital Foundation**

Contributing more than \$100 million in the past 30 years to support the Hospital's priority needs — including medical, nursing and allied health specialists, high-tech equipment, ground-breaking research, and capital works such as ward refurbishments and new buildings — the Sydney Children's Hospital Foundation also funds the Child Life, Music Therapy and Art Program activities and exhibitions, which create a positive, vibrant and healing environment.

Industries We Supply



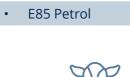
Food and Bakery • Baking (bread and cakes) Pastas and Soups Tortillas

- Pizzas
- Noodles
- Confectionary
- Ice Cream and Dairy Products

Paper and Cardboard

Brewing

- Packaging
- Paper



E10 Petrol

Fuel



Feedstock

- Stockfeed (pellets, loose and syrups)
- Aquaculture Feed
- Pet Foods





Beverage

- White Spirits (gin, vodka)
- Slimming Shakes
- Carbonated Drinks

Pharmaceuticals

- Hand Sanitisers
- Personal Care
- Medicines and Tablets





Industrial

- Solvents
- Detergents
- Coatings and Lacquers
- Adhesives
- Printing Inks



Our Supply Chain

Manildra Group works with a large, diverse value chain of stakeholders including suppliers from within Australia and abroad. As a 100 per cent family-owned Australian business (established in 1952), Manildra Group is committed to Australian-grown and Australian-made across the entire supply chain.

Products that are imported are minimal, and immaterial in relation to the business.

The principal raw material used in our processes is wheat, purchased in Australia from more than 2,000 wheat farmers in New South Wales and northern Victoria. Sugar is purchased from more than 500 farmers, all based in northern New South Wales. Canola is purchased from more than 1,000 farmers predominately based in New South Wales.

We also supply farmers with our nutritious stockfeed.

Other raw materials used are sugars, dairy products, oils and other agricultural products. Substantive amounts of energy, paper, corrugated cardboard, plastic, metal packaging materials and operating supplies are also used. Most of these inputs for our Australian operations are purchased from local suppliers with the exception of our North American operations where those inputs are also acquired locally.

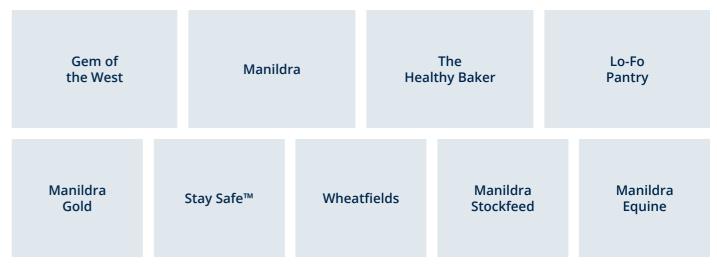
Our commitment to Australian-made represents a pillar critical to underpinning the business's entire brand. Unfortunately however, there are various products that are not available in adequate supply domestically. In these cases, we import these products, and identify they may have some modern slavery risks associated, these are further discussed below.

Our customer base includes industrial manufacturers. independent bakeries, food service businesses, oil and mining companies, pharmaceutical companies, retailers, and exporters. We manufacture and then distribute to our warehouses, or domestic customers directly from our mills and world-class facilities. Alternatively, product is containerised and then railed or trucked from our manufacturing sites to Australian ports, where it is then shipped to more than 26 countries and distributed to our customers.

In addition to our direct employees, Manildra Group's operations are also supported by short-term contractors and labour hire as required.







These products are made and sold in Australia and exported to more than 26 countries.

Ingredient Sourcing

Since the business's inception in 1952, Manildra Group has remained committed to putting Australia first and sourcing ingredients that are Australian-grown and made. We source most of our raw products from farmers in Australia directly. Any materials we source externally are immaterial and minimal.

However, there are some ingredients that are not available in adequate supply in Australia. We recognise that some raw ingredients, particularly when imported, may have a higher likelihood of modern slavery risks due to their country of origin or associated historical production practices associated. We have implemented a range of procedures and practices to ensure that we mitigate these risks.





Wheat

Manildra Group's major input and biggest cost is wheat, all which is purchased domestically in Australia from farmers and grain traders.

Manildra Group proudly partners with more than 2,000 wheat farming families to produce Australiangrown and made premium products. Australia is blessed with rich natural assets and our farmers are renowned for operating some of the most sustainable production practices and highest food safety standards in the world. From the heartland of the wheatbelt in New South Wales, we work with farmers to add value to Australian agriculture so we can share the nation's finest ingredients with the world.

We believe that joint commitments to ethical conduct and integrity is a strong foundation for trusted business relationships with our farmers. We engage in thorough due diligence prior to doing business with farmers. Working with Australian farmers for nearly seven decades we understand that in Australia, farmers provide safe and healthy working conditions at their operations and foster inclusive workplaces, free from discrimination and harassment. Our grain buying team undertakes site visits to farms regularly.

Despite our longevity of strong farming relationships - some for many decades - we understand that there may be potential risks on farms. To address this, we will be engaging further with farmers and farming groups to formalise a Supplier Code of Conduct and this has been elaborated on further below.

The International Sustainability and Carbon Certification (ISCC) scheme operates in Australia and is the program used to export certified canola to the EU biodiesel market. Principle four of the ISCC refers to compliance with human, labour and land rights. There are over 5,000 Australian farmers who made ISCC declarations last year, usually conducted via their NGR (National Grower Registration) card at the point of delivery. This declaration states they are complying with the six principles. While specifically required for EU canola contracts, the ISCC covers the entire farm therefore with mixed cropping in New South Wales includes wheat.

Palm Oil

We recognise that palm oil may have significant impacts on workers, communities, and the environment. That's why Manildra Group was one of the pioneers of sourcing sustainable palm oil in Australia - joining the Roundtable on Sustainable Palm Oil (RSPO) standards in 2011, and then obtaining RSPO certification in 2014.

This Certification ensures that palm oil is produced in a manner that promotes environmental protection, wildlife conservation, human rights and social issues.

<u>RSPO</u> is a not-for-profit organisation that unites stakeholders from the seven sectors of the palm oil industry: oil palm producers, processors or traders, consumer goods manufacturers, retailers, banks/investors, and environmental and social nongovernmental organisations (NGOs), to develop and implement global standards for sustainable palm oil. The RSPO has developed a set of environmental and social criteria which companies must comply with in order to produce Certified Sustainable Palm Oil (CSPO). When they are properly applied, these criteria can help to minimise the negative impact of palm oil cultivation on the environment and communities in palm oil-producing regions.





All our shortenings and margarine products made with palm and palm kernel oil are 100 per cent certified - either under the Roundtable on Sustainable Palm Oil (RSPO) or Malaysian Sustainable Palm Oil Certification (MSPO). In fact, 95 per cent of the palm and palm kernel product purchased was RSPO Segregated (SG) and Mass Balance (MB) certified.

We have full records and transparency in data for whole supply chain. Each batch of shortening and margarine that we sell has its own traceability records. This means we can trace back to each plantation.

Importantly, at RSPO, the Human Rights Working Group (HRWG) was formed in 2014, with the objective of overseeing the successful implementation of the RSPO Principles and Criteria (P&C) and associated Guidance. Furthermore, to provide the RSPO Secretariat and RSPO members with a better understanding and supportive tools to effectively implement the UN Guiding Principles on Business and Human Rights.

Sugarcane

Sunshine Sugar is a partnership between the grower-owned NSW Sugar Milling Co-operative and Manildra Group; and is the only 100 per cent Australian-owned producer of raw and refined sugar products. We own and operate sugar mills at Harwood, Broadwater and Condong and a refinery co-located at Harwood. Sugar production has been a major industry in the Clarence, Richmond and Tweed Valley's for over 150 years, with the Harwood Mill being the longest running sugar mill in Australia, having commenced operation in 1874.

Sunshine Sugar is the retail name used for the New South Wales sugar industry; Manildra Group only purchases sugar through this partnership. This industry supports more than 500 farming families, with the farming footprint covering some 34,000 hectares with up to 2.4 million tonnes of cane grown and 275,000 tonnes of raw sugar produced each year.

We are very proud that Sunshine Sugar is <u>Bonsucro</u> certified, ensuring that our sugarcane production is thriving, sustainable and responsible. Bonsucro is a global multi-stakeholder non-profit organisation that exists to promote sustainable sugarcane production, processing and trade around the world. Bonsucro supports a community of over 250 members in over 50 countries, from all elements of the sugarcane supply chain, including, farmers, millers, traders, buyers and support organisations. Bonsucro is a

member of <u>ISEAL</u> and complies with all of ISEAL's Codes of Good Practice, which provide a globally recognised framework used by leading sustainability standards.

The Bonsucro Production Standard uses seven principles to achieve sustainability in the production of sugarcane and its derived products. One of the key principals is respecting human rights and labour standards.

Additionally, Sunshine Sugar, like other members of Bonsucro are committed to complying with their Code of Conduct – which is in line with the <u>UN Guiding</u> <u>Principles on Business and Human Rights</u> and <u>OECD</u> Guidelines for Multinational Enterprises. In addition, it draws on the OECD-FAO Guidance for Responsible Agricultural Supply Chains. These are important globally agreed frameworks important to Bonsucro and our members working along the sugarcane supply chain.

Canola

Manildra Group is currently in a joint venture transforming Non-GM canola seed bought directly from more than 1,000 local Australian farmers, into value added oil, meal and stockfeed products at its fully integrated oilseed crushing, oil refining, packaging and stockfeed manufacturing operation in regional New South Wales.

The ISCC scheme operates in Australia, more information regarding this scheme is detailed above in the wheat section.

Сосоа

We are committed to protecting the rights of people to raise awareness of any potential modern slavery issues and improve the working conditions of cocoa farmers. We import cocoa from a third party. This cocoa has a <u>UTZ certification</u> showing consumers that products have been sourced, from farm to production, in a sustainable manner. To become certified, all UTZ suppliers have to follow their Code of Conduct and Ethics Policy, which offers expert guidance on better farming methods, working conditions and care for nature. This includes responsible business practices where farmers, workers and communities prosper.



Fast Facts

905

employees in Australia



We purchase wheat from

2,000 Australian farmers





Leading exporter

of food and industrial products through Australia's largest port - Port Botany

> 3,900 customers



flour mills in regional **New South Wales**

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1952

established



100%

Australian family-owned business



18

warehouses

in Australia

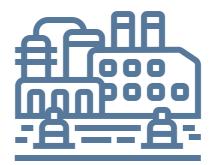
Manildra Flour Mill is the largest flour mill

in Australia



6

international sales offices



world-class manufacturing sites



4

Australian state-of-the-art grain storage sites



Largest single user of NSW **Country Regional** Network



Largest

wheat gluten and starch plant in the world - Shoalhaven Starches

Largest supplier

of wheat glutens and proteins to USA and Japan



We supply the largest bakery chain in Australia

Ethical Business Practices

Supplier Ethical Data Exchange

Manildra Group is dedicated to delivering responsible and ethical business practices in our global supply chain. We seek to ensure that quality, safety and environmental standards are maintained.

Our policies, procedures and practices are subjected to external ethical auditing. We abide by the Supplier Ethical Data Exchange (SEDEX) to audit to assess our supply chain's social and business practices. SEDEX is a not-for-profit organisation that works with buyers and suppliers to deliver improvements in responsible and ethical business practices in global supply chains. The audit process provides a way to assess responsible supply chain activities which includes business ethics, labour standards, health and safety and the environment.

Manildra Group is subject to SMETA (SEDEX Members Ethical Trade Audit) auditing, pillar 4, which assesses our operations and ensures ethical trading and corporate social responsibility are conducted at our Manildra Group owned and operated sites.

Responsible Business Practices

In the last twelve months, Manildra Group has further demonstrated its commitment to making a positive social and environmental impact by working with all suppliers through proactive measures including:

- Ensuring suppliers have a Modern Slavery Statement; and secondly
- Requesting suppliers complete Manildra Group's Responsible Business Practices Questionnaire.

The Questionnaire outlines to our suppliers that they hold a key role in meeting ethical and sustainability commitments, and ensures they work in accordance with the Modern Slavery Act 2018 (Cth).

Terms and Conditions

In addition, after consultation with stakeholders we have amended our Terms and Conditions for our suppliers, specifying that suppliers must be unconditionally committed to protecting human rights, treating people with dignity and respect in the workplace.



Modern Slavery Risk Assessment and Response

At Manildra Group, respecting human rights is fundamental to our business. We respect and acknowledge internationally recognised human right principals.

We have appointed resources to enhance our overall human rights strategy and the Director of Human Rights has accountability for advancing this strategy across our supply chain and reports directly to our Managing Director.

To remove the risk of modern slavery from our operations and supply chain, in 2020, Manildra Group conducted an initial internal assessment of human rights related issues. We understand that there is a low risk of modern slavery practices in our supply chain. This is due to our long history as a family-owned Australian business, substantial ties to regional Australian communities, most of our activities and offices being based in Australia, and strong regulatory practices and policies and procedures of putting people first, strong auditing programs, and accountability.

However, with a review of our global supply chain there were some gaps in our analysis of policies and procedures. An action plan was developed in response to address these challenges. In 2021 Manildra Group Director of Human Rights is also forming a crossfunctional working group to progress these actions.

Engagement activities performed in the last year include:

- Creation of an action plan to identify modern slavery risks in our global supply chain, using the following Modern Slavery Risk indicators:
 - Sector and industry risks certain industries may have high modern slavery due to their historical production methods or processes
 - Product and service risks certain products and services may have high modern slavery risks due to the way they are produced

- Geographic risks some countries may have higher risks of modern slavery, due to poor governance, weak rule of law, conflict, migration flows, and socio-economic factors like poverty
- Entity risks some entities may have modern slavery risks because they have poor government structures, record of treating workers poorly due to a track record of human right violations
- Participating in industry forums and attended webinars provided by leading industry bodies and organisations
- Engaged with stakeholders on modern slavery issues and concerns, including suppliers, customers and employees
- Our policies, procedures and practices are subjected to external ethical auditing – and we abide by the Supplier Ethical Data Exchange (SEDEX) to assess our supply chain's social and business practices
- Working with our suppliers including requesting their Modern Slavery Statement, completing Manildra Group's Business Ethics Questionnaire and amending our Terms and Conditions for suppliers to ensure that we advocate together for dignity, respect and diversity
- Undertaken a corporate social responsibility risk assessment of our supplier base; and
- Reviewed our procurement and supplier frameworks.

Effectiveness of Actions and Looking Ahead

Manildra Group is committed to respecting human rights and eliminating modern slavery globally. We understand that strong policies and procedures are key to identifying and managing human rights, including modern slavery within our supply chain and understand that it is one of continuous improvement. As we expand our program, we continue to integrate these expectations into our standard business processes.

Manildra Group will:

- Further engage with our suppliers to increase awareness of modern slavery practices and identify any modern slavery risks in our supply chain
- Establish a working group, led by Manildra Group's Director of Human Rights – which will continue to provide support and implement actions associated with the human rights strategy
- Develop a procurement code of conduct to deliver sustainable procurement outcomes to support positive social, environmental and economic outcomes including addressing modern slavery and human rights when procuring goods and services

- Increasing employee awareness of our enhanced human rights strategy
- Continue to review and formalise ethical sourcing policies and practices to existing supplier assurance processes, including the introduction of a supplier code of conduct
- Engage with farming industry groups, wheat farmers and traders on the introduction of farming assurance processes to gain greater transparency of modern slavery risks and implement mitigation activities

Consultation and Approval

Manildra Group consulted with a number of key stakeholders to compile this Statement. Our Executive Leadership team and Directors have been involved in the endorsement of this Statement for approval. The Board of Directors has approved this Statement on behalf of Manildra Group pursuant to the

The Board of Directors has approved this Statement on be Modern Slavery Act 2018 (Cth).

John Honan Managing Director Manildra Group



Manildra Group

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