

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

Written Resolution of the Directors of the Company

June 30, 2023

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

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

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

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

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

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

Signed:



Diane Dimberg

Date: 28-06-2023

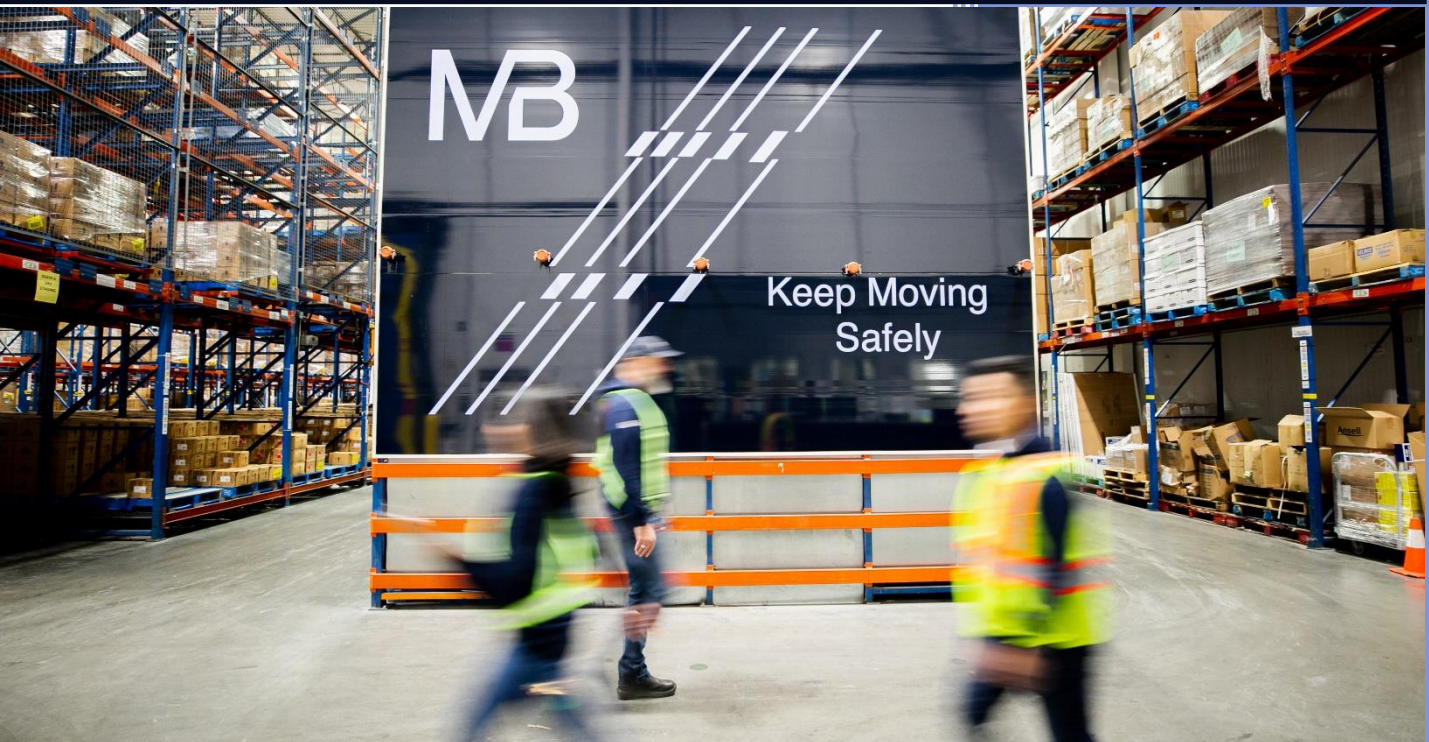


Scott Hanigan

Date: 29.06.2023

2022

Martin Brower Modern Slavery Statement



Martin Brower Australia

2022

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Acknowledgement of Country

Martin Brower acknowledges Aboriginal and Torres Strait Islander people as the Traditional Custodians of the land in which we operate within, and pay our respect to Elders past, present and emerging.

Legislation: Modern Slavery Act 2018 (Cth) (Australian Modern Slavery Act)

Reporting Year: 3

Reporting Period: 1 January 2022 – 31 December 2022 (Calendar Year 2022)

Martin Brower Australia Overview

In accordance with the Australian Modern Slavery Act 2018 (Cth), this statement outlines the measures implemented by Martin Brower Australia Pty Ltd to address the risks of modern slavery within our operations and supply chain.

Martin Brower is a global leader in supply chain solutions. We partner with organizations to architect smart, sustainable supply chains that fuel growth and positively impact customers and communities.

We are dedicated to creating an outstanding work environment for our team of 600+ employees, who combine our expertise with the latest technologies to deliver unmatched value for our customers and protect their brands.

At Martin Brower, we actively uphold human rights and work to prevent any violation of others' human rights through the policies and procedures we have established. We are committed to establishing safe, inclusive, and respectful work environments wherever we conduct business. We value the fundamental rights of our employees and all who work within our supply chain, which encompass freedom from slavery and child labour, the freedom to associate (or not associate) and engage in collective bargaining, equal opportunities for all, a safe and healthy workplace, and freedom from discrimination and harassment.

Martin Brower is continuing to develop and expand our understanding of the risks associated with modern slavery and to identify the areas within our operations and broader supply chain that may be impacted by such challenges. We are focused on collaborating across our business and supply chain to implement appropriate practices that mitigate and address potential risks.

Modern slavery is completely unacceptable within our organization and supply chains. Martin Brower acknowledges our responsibility to uphold the rights of individuals working for our company, as well as those associated with suppliers and business partners who prioritize human rights for their own employees. Recognizing that human rights issues require multifaceted approaches, we consider it crucial to engage with all stakeholders to promote awareness and foster understanding.

Our Structure, Operations & Supply Chains

Our Structure

Martin Brower is part of the Reyes Family of Businesses (RFB). The RFB is a global business, with over 35,000 employees, close to 7,000 vehicles, and more than 200 properties. RFB are dedicated to being the best in industry by achieving unmatched value for their customers while creating an outstanding work environment for their employees.

Martin Brower is a leading supply chain solutions provider architecting smart, sustainable supply chains that fuel growth, creating an outstanding work environment for our employees and delivering unmatched value to our customers while protecting their brands.

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

Global Reach – **18** markets serving **26,200** restaurants



MB Australian Operations

Martin Brower ANZ is a Supply Chain Solutions and Logistics company providing inbound and outbound logistics services in Australia and New Zealand.

The core operational outputs of Martin Brower sites include operating a warehouse and cold store facility where pre-packed product is procured from approved suppliers and distributed to customer locations.

The Martin Brower culture is built off a strong sense of social responsibility and ethical behaviour, a commitment to safety across all elements of operation, and a dedication to strengthening the communities where our people and customers work and live.

Our culture is further defined by our CARES values, which are at the heart of everything we do. Protecting our people, customers and our communities is paramount.



CHANGE	ACT AS ONE	RELATIONSHIPS	EQUITY & INCLUSION	SAFETY & WELLNESS
We value flexibility, innovation, and a learning culture with a willingness to take risks.	We value thinking and acting globally, doing what we say we will do and helping one another succeed.	We value acting with integrity and building lasting relationships with our Team Members, customers, suppliers, and communities.	We value a diverse and inclusive environment where everyone is treated fairly and inspired to achieve their potential.	We value the safety and health of our Team Members and our communities.

Our Supply Chains

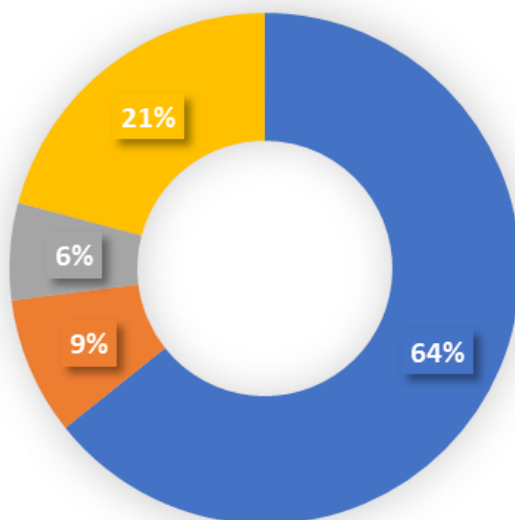
Martin Brower operates a different supply chain model to other logistic providers. The services we offer begin at the very start of the supply chain, all the way through to delivery to the customer. Martin Brower is a vital link for our Customer and their suppliers in the end to end network. Martin Brower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

Non-System Suppliers Overview

The Martin Brower supply chain includes sourcing goods and services for Martin Brower from close to 2,000 active suppliers (non-system suppliers). Majority of our indirect spend in FY2022 was through suppliers operating within Australia. Our supplier base includes multiple local contract transport companies and labour hire agencies whose services keep our business going.

Whilst our direct suppliers are registered Australian entities, operating in Australia, inputs acquired by these suppliers originate from multiple geographic locations, such as Sweden, China and other parts of Asia which could potentially present modern slavery risks infiltrating within the supply chain.

Our sourcing arrangement for FY2022 include goods and services such as fleet & parts, consumables, IT equipment, protective gear, uniform, packaging/wrapping, logistics contractors (common carriers), agency labour, cleaning contractors, security service, tyres and fuel.



Top 50 vendors =
80%
of total spend in FY22

- Common Carriers 43 suppliers 64% of total spend
(1 supplier equates to 20% of total spend)
- Fleet & Maintenance 18 suppliers with 21% of total spend
- Fuel 9 suppliers with 9% of total spend
- Labour Hire 23 suppliers with 6% of total spend

Whilst our potential exposures to indirect association of modern slavery practices comes through our supply chain, as we rely on extensive use of contracting and subcontracting services, the majority of our spend is through preferred global manufacturers and brands who themselves are required to report through the Australian Modern Slavery Act or are able to provide detailed information on their established policies and procedures that highlight their commitment to ethical practices.

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

Assessing & Addressing Modern Slavery Risks

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

For large non-system suppliers that we contract with, i.e., transport contractors, cleaning companies and waste service provider, Martin Brower requires these companies to comply with the Martin Brower Code of Conduct ensuring fair and ethical workplace standards across our supply chain. The Supplier Code of Conduct addresses human rights, workplace environment, environmental management, and business integrity. Martin Brower has also published a Global Transparency in Supply Chain Policy which reinforces and strengthens our commitment to the rights of employees, supply chain, and the global communities in which we serve.

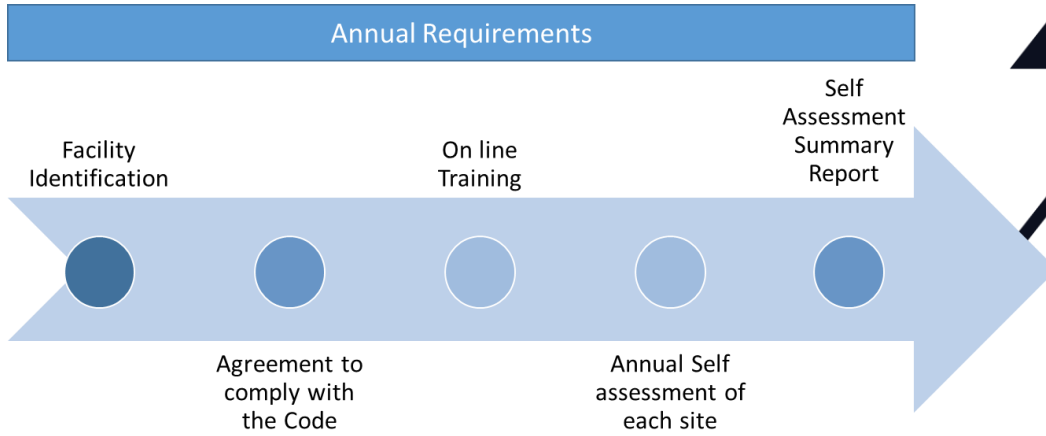
Risk Identification Activities

Supplier Workplace Accountability (SWA) Program

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

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

The SWA program has the following steps which are required to be undertaken:



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

Human Rights

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

Business integrity

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

Workplace Environment

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

Environmental Management

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

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

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

Supplier Declarations

As a continuation of the process implemented during our 2020 reporting period, and in consultation with our Customer, Martin Brower sent a Compliance Statement to all relevant system suppliers in order for them to conduct a self-audit and confirm that they are operating in a socially acceptable manner, in compliance with all legislative requirements, meets the Code of Conduct for Suppliers and meets the reporting requirements of the Modern Slavery Act 2018.

Additional Measures

Regarding non-system suppliers providing agency staff services, Martin Brower has established enterprise agreements for all sites in Australia. The enterprise agreements cover all employees and includes a clause that ensures agency staff are paid in accordance with Martin Brower staff rates.

This is audited by the company, so we are able to confirm that all non-system suppliers continue to be compliant with this requirement.

Risk Mitigation & Management Activities

Employment Practices

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

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

Martin Brower Policies

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

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

SWA: Effective Action

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

The SWA program is designed to support system suppliers in meeting our customers standards. However, there are circumstances under which a supplier will be removed from the supply chain to address instances of significant non-compliance with the Social Workplace Accountability (SWA) Policy.

Martin Brower requires both system and non-system suppliers to provide their own internal reporting mechanisms to ensure their employees have a

confidential, safe, and timely way to report workplace concerns without the fear of retaliation. The SWA Policy stipulates that suppliers create internal grievance mechanisms and programmes for handling reports of workplace grievances, including anonymous reports.

Training on Modern Slavery and Human Rights

Martin Brower employees receive annual training to educate them about the business standards which they are expected to adhere to. This training aims to certify their understanding of and commitment to upholding the Standards. The training schedule includes the following modules:

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

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

Effectiveness of Modern Slavery Actions

Since the inception of Modern Slavery reporting for Martin Brower Australia, the company has primarily utilized the following tools to identify modern slavery risks in the business and supply chain.

All Suppliers:

- Supplier compliance statements (declarations), and,

System suppliers only:

- Supplier workplace accountability audits (system suppliers only).

Following a business review in early 2022 of the Martin Brower approach to managing modern slavery risk, it was identified that there is a potential concern with relying purely on declarations as a primary risk assessment method for non-system suppliers as it may be viewed by suppliers purely as a “tick-and-flick” exercise.

It was also identified that this method resulted in gaps in critical information that would allow Martin Brower to analyse our non-system supplier base and assess risk within the supply chain more effectively.

Therefore, the decision was made to move away from declarations for non-system suppliers and work towards establishing a more robust strategy, focusing on higher and more meaningful engagement with suppliers that will set the foundation for a collaborative approach to modern slavery as we progress.

Continuous Improvement

In response to outcome of the business review, two key actions were taken in 2022 in order to improve our future modern slavery actions.

First, in our commitment to enhancing our understanding and management of modern slavery risks, the decision was made to employ a dedicated National Procurement Manager.

This role will work with the business to incorporate supplier selection criteria that prioritize ethical practices and compliance with labour laws, establish contractual provisions relevant to Martin Brower modern slavery activities, and fosters strong relationships with suppliers to allow for open dialogue and transparency, making it easier to address any concerns and ensure compliance.

Secondly, Martin Brower implemented a modern slavery compliance platform. This compliance platform will allow Martin Brower to better engage non-system suppliers, consolidate critical information and more effectively assess supplier risk. A number of potential platforms were assessed across the second half of 2022, with the decision made to engage ethiXbase. ethiXbase are specialists in third-party risk management and have developed a third-party risk management platform that enables the management of supply chain compliance and security based on risk exposure.



Effectively maps supply chain and identifies potential human rights risks



Seamless third-party onboarding and risk-based due diligence



Analytics dashboard providing a real-time picture of your supply chain



Automated workflow saving up to 80% of admin time in the administration and management supplier responses



Enables board reporting in relation to supply chain risks and the impact of strategies to manage that risk



Risk ratings based on legal expertise and global data

The modern slavery module was established in collaboration with Norton Rose Fulbright, with a targeted modern slavery questionnaire that allows the collation of relevant supplier information. The platform utilises the questionnaire information, international databases and real-time analytics technology to conduct due diligence on suppliers and apply an automatic risk rating. This assessment of suppliers will not only assist in filling information gaps but will also allow the categorisation the Martin Brower non-system supplier base into low, medium and high-risk categories.

Martin Brower remains committed to continuously improving strategies to identify and mitigate modern slavery as well creating awareness of everyone's obligations in regards to modern slavery risk.