



Modern Slavery Statement

Introduction

This Modern Slavery Statement (**'Statement'**) is made jointly by The Gandel Group Pty Ltd (ATF The Gandel Group Family Trust) and Bridgehead Pty Ltd pursuant to section 16 of the Modern Slavery Act 2018 (Cth) (**'Act'**), for the financial year ended 30 June 2022 (**'FY22'**). The Gandel Group Pty Ltd (ATF The Gandel Group Family Trust) (**'GGPL'**) and Bridgehead Pty Ltd (**'Bridgehead'**) are entities within the Gandel Group (**'Group'**).

This Statement outlines the Group's approach in ensuring that our business and supply chains are managed within a framework that mitigates modern slavery risk. The Group continues to be committed to the improvement of the rights and wellbeing of people across our operations and within the community. We do not tolerate behaviour that is in breach of the law, or which is non-compliant with our corporate policies. We expect our employees and suppliers to operate in a manner which is consistent with our values and standards.

This Statement documents the steps we have taken during FY22 to identify and address modern slavery risks within our operations and supply chains. Our focus for this year was to strengthen our employees' understanding of potential modern slavery risks within our operations and supply chain.

Our Business and Operations

The Group is a private family office that operates only in Melbourne, Australia. As at 30 June 2022, the Group employed 49 staff.

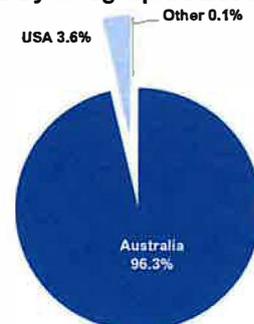
GGPL's sole activity is to provide day to day administration and operations to the Group.

Bridgehead's sole activity is its direct interest in 50% of Chadstone Shopping Centre (**'Chadstone'**) in joint venture with Vicinity Limited (**'Vicinity'**). The development and property management of Chadstone is outsourced to Vicinity, a strategic partner of Bridgehead.

GGPL and Bridgehead operate under the same policies and processes, have the same suppliers, and are managed by the same Executive Team. GGPL and Bridgehead are entities within the Gandel Group and are under the ultimate control of Mr John Gandel AC.

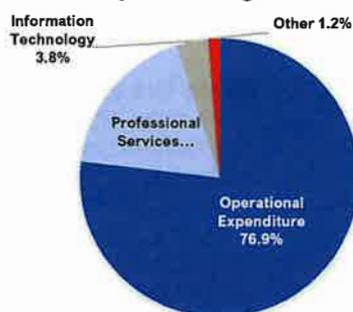
Overall, the Group has a high level of direct control over its operations which are based in Australia. Ninety six percent (96.3%) of the Group's direct suppliers (Tier 1) are based in Australia, with the remaining Tier 1 suppliers residing in either the United States, the United Kingdom or Switzerland. A very small number of our suppliers have operations or engage subcontractors (Tier 2) in other foreign countries. As a result, we assess this geographical risk to be low based on the Global Slavery Index and our analysis of our suppliers' Modern Slavery Statements, where available.

Spend by Geographic Location



The Group's supply chain includes (i) third party outsourcing of the development and property management of the joint venture property; (ii) professional service consultants including legal advisors and auditors; (iii) IT infrastructure and support services and (iv) the purchase of products and services needed for general business operations including office supplies, employment of staff, rent and management of office space. The nature of the Group's operations is apparent by our expenditure pattern, with nearly 99% of expenditure on general operating costs, professional services, and information technology ('IT') services and support. The remaining expenditure is on other general business incidentals.

Annual Spend Categorised by Type



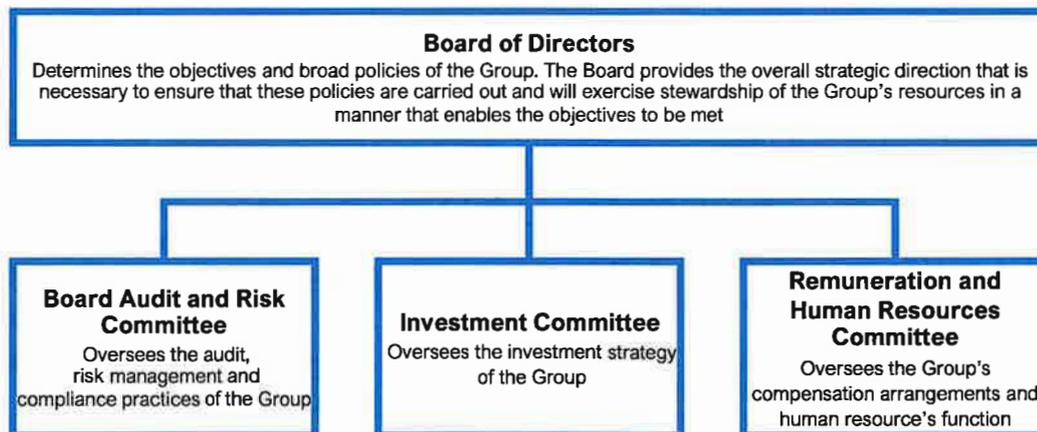
Nearly seventy percent (70%) of the Group's operational expenditure represents development and property management costs made to the Group's joint venture partner, Vicinity.

Professional service costs reflect consulting and legal costs, and professional advisory fees such as audit, taxation, and compliance.

Our Governance Framework

The Group operates under a robust corporate governance framework as we recognise that effective corporate governance is critical to the broader success of the Group. The Group's Board is assisted by several sub-committees whose roles and responsibilities are defined in their respective Charters. All Committees consist of members of the Group's Board, the Executive team, and some non-Executive members.

The following chart illustrates the Group's Board Governance Structure:



The Group's Board oversees our corporate governance framework and has delegated authority to the Board Audit and Risk Committee ('BARC') to assist in the oversight of compliance and risk, including our approach to non-financial risk.

The BARC monitors modern slavery risks leveraging the same governance structure used for managing all other risks of the Group.

The following chart illustrates the Group's Management Structure.



The Management team is responsible for managing the Group's core business operations which includes but is not limited to (i) the execution of the business strategy, (ii) ensuring proper governance models and structures are in place, (iii) the ongoing risk assessment and analysis of the business including risk mitigation activities, and (iv) monitoring external factors and reacting to those in a proper way to safeguard the business.

Modern Slavery Risks in our Operations and Supply Chain

The Group has performed an assessment of its operations and supply chains to evaluate the risk of modern slavery practices. The Group remains of the belief that the risks of modern slavery practices is higher in its supply chain than in its direct operations and workforce.

Operational risks

The Group considers that the risks of modern slavery practices within its direct operations and workforce continue to be low. The Group directly employs 49 staff who are predominantly made up of professionally qualified and skilled employees.

The health and wellbeing of our people is paramount. We maintain robust internal policies, systems and processes and continue to have a strong focus on:

- Providing a safe, inclusive workplace;
- Supporting good health and wellbeing of our people including flexible work arrangements to ensure work-life balance;
- Providing a workplace free from harassment, discrimination and bullying;
- Encouraging and supporting learning, development and equal opportunities for all staff;
- Complying with our legal and contractual obligations with all staff being compensated above the Australian minimum wage and providing leave entitlements;
- Acting ethically and lawfully in all business conduct; and
- Always engaging with our stakeholders respectfully and honestly.

Modern Slavery risks relating to our operation and direct employees are assessed in the context of the abovementioned commitments.

Supply chain risks

Given the profile and nature of the Group's business model and geographical footprint, we believe the risk of modern slavery in our supply chain continues to be low. The Group does not have intricate supply chains, nor does it have vendor relationships with businesses where modern slavery has been found to be an issue.

The Group is however aware that there may be an element of indirect exposure to the risk of modern slavery as one of our suppliers may have potential Tier 2 risk, although our assessments to date do not highlight any concerns of modern slavery risks. We will continue to regularly review this Tier 2 risk as part of the Group's review procedures. To that point, the Group regularly reviews all of its supply chains and operations to reduce the possibility that any of our business activities contribute to or facilitate modern slavery.

A review of the Group's expenditure across suppliers over the last 12 months, shows that the top 10 suppliers (by dollar value) represented 88.6% of the Group's total business expenditure. Of these top 10 suppliers, 6 of these suppliers are large professional service organisations who are regulated by their own professional bodies.

The Group's risk assessment approach is documented below:

1) *Supplier risk identification*

The risk assessments were based on the following: (i) the nature of the sector, (ii) type of services, (iii) where the service or product originated from (geographical risk based on the Global Slavery Index), and (iv) potential presence of vulnerable people within the suppliers' operations and the complexity of the supplier's supply chain.

Our risk assessments are subject to various forms of due diligence, including the verification of information provided by our suppliers, the review of publicly available information and other business referrals.

This detailed review and assessment is undertaken as the Group's objective is to build business relationships with reputable suppliers across all procurement categories, thereby minimising our exposure to modern slavery.

The risk assessment concluded that the risk of modern slavery in many of the Group's supply chains, which are primarily Australian based businesses with professional services organisations, continues to be low given their geographic location, sector and type of service offering. The two services that may be considered to have a higher level of risk of modern slavery in the Group's supply chains are:

- Onsite office cleaners (sector risk) – presents as an industry that may be exposed to exploitation. The cleaning industry is widely known as vulnerable to modern slavery practices due to factors such as the low skilled nature of the work and the known underpayment of workers. During the reporting period, the Group reviewed the engagement activities of its cleaning contractor to better understand the controls they have in place to manage risks of labour exploitation, including modern slavery. The Group was satisfied with the arrangement under which the cleaners are employed, but recognise the vulnerabilities in the industry and will therefore continue to consider and monitor this area of risk

and

- Information technology service providers – the Group's IT provider primarily operates all support services from its Australian office, although there is the ability to utilise its off-shore call centre when the local office is not manned (geographical risk).

The Group has a formal on-boarding process for new suppliers which includes, amongst other things, an assessment of the suppliers' modern slavery risk profile. The information collected assists in differentiating between low, medium and high-risk categories of procurement relating to modern slavery compliance. This is a process that the Group utilises when engaging a new supplier.

Supplier onboarding is a channel through which we can consider and reduce modern slavery risks in our supply chains, with consistent, careful due diligence processes.

2) *Review and assess suppliers' publicly available information regarding modern slavery policies and other materials including their corporate responsibility and sustainability reports*

Publicly available information was reviewed and assessed to determine whether adequate measures are in place to address any potential modern slavery risk within their business.

The Group recognises that the largest risk relates to its Chadstone joint venture with Vicinity, given all development and property management of Chadstone is outsourced to Vicinity. Direct engagement with the Vicinity team continues to be open and transparent with both joint venture owners sharing information on the steps taken to identify modern slavery risks within each business as well as the process of responding and/or rectifying any modern slavery risks identified. We are satisfied from our review of Vicinity's publicly available information and our engagement with the Vicinity team, that they have demonstrated an understanding of their corporate responsibility and action against modern slavery on the part of its core supply chains.

We will continue our direct engagement with Vicinity and maintain regular reviews of those suppliers that we consider may have a higher level of risk, to ensure any form of modern slavery risk is promptly identified and an appropriate remediation strategy implemented.

Assessing the Effectiveness of our Actions

We recognise that the assessment of modern slavery risks is an ongoing process that can be continuously improved.

In assessing the effectiveness of our actions to reduce exposure to these risks, our focus has been on enhancing our existing risk frameworks and strengthening our understanding and capabilities to identify potential modern slavery risks. The following measures were taken during FY22:

- the ongoing assessment and management of this risk as part of our Risk Management Framework, including quarterly reporting to the BARC on the nature and extent of the Group's exposure to the risks of modern slavery occurring in the Group's operations and supply chain and any remediation actions required or taken; and
- ongoing engagement with our key suppliers on the issues of modern slavery

In addition, the Group continues to educate and promote the following avenues for staff to raise any concerns:

- Whistleblower Policy – Staff and suppliers can raise any suspected concerns regarding dishonest, unlawful or unethical conduct without fear of reprisal
- Equal Employment Opportunity (EEO) & Anti Bullying Policy – Staff have access to an independent third-party Equal Opportunity Contact Officer to raise any concerns or use the complaints procedures set out in the policy
- Quarterly Work Health and Safety Report – Prepared on the joint venture property by Vicinity with the report being tabled to the Group's Board on a quarterly basis
- Engagement with Vicinity – Continue to have direct and proactive engagement with the Vicinity team across all business areas including property, centre management, business development, occupational health and safety, the Executive Leadership team, and the Vicinity Board

The Group's policies and statements are available on our company intranet. The Group also provides regular on-line compliance training for all staff.

The Group's practices, policies and procedures appear to have been effective in addressing any potential modern slavery within our supply chains. During FY22, there were no reports of modern slavery within the Group's operations or supply chain, nor did the Group receive any modern slavery reports through our grievance mechanisms. In the case of a modern slavery concern being raised, the Group's risk governance framework is appropriately established to ensure an appropriate investigation would be conducted within the formal framework of reporting, documentation and remediation until such matter is approved by the BARC and the Gandel Group Board and deemed closed. This practice is consistent with the way all matters raised under the Group's Risk Management Framework is addressed.

While the Group is comfortable with the current Risk Management Framework and the way in which it is regularly monitored, this does not preclude the business from continuing to further refine and expand our evaluation mechanisms as appropriate.

Ongoing

The Group acknowledge that modern slavery awareness is an ongoing process of improvement and have adopted a continuous improvement approach to our modern slavery processes.

Our key focus for FY23 is:

- (i) Continued organisation wide awareness of the Group's modern slavery compliance requirements, including targeted structured training for all staff to enhance their knowledge identifying modern slavery risks and the process for reporting suspicious behavior
- (ii) Ongoing assessment of both our high risk and major spend suppliers and their subcontracts (if any), to confirm their commitment and compliance to eliminating modern slavery risks within their business.

The Group will continue to focus on activities that build on our current policies and procedures to determine whether we are appropriately identifying and evaluating our modern slavery risks. This will ensure that the Group is always best placed to address any modern slavery risks that may arise, if required it will adapt and strengthen these policies and procedures.

Our Consultation Process

GGPL and Bridgehead have acknowledged that they are both aware that a joint Statement is being made and each entity has had an opportunity to participate in the statement's process.

All of Bridgehead's Directors are also Directors of GGPL.

This statement was approved by the Board of Directors of GGPL and Bridgehead on 15 November 2022 and signed on their behalf by:



Dion Werbeloff
CEO
Gandel Group