

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

Written Resolution of the Directors of the Company

June 30, 2022

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

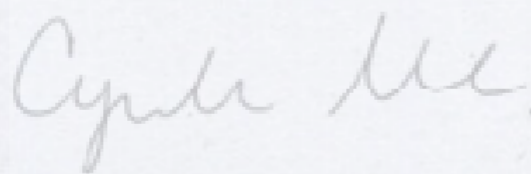
Noted that the Company has prepared a Slavery and Human Trafficking Statement pursuant to Modern Slavery Act 2018, No. 153, 2018 which sets out steps the Company has taken to ensure that slavery and human trafficking are not taking place in its supply chain or in any part of the business.

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

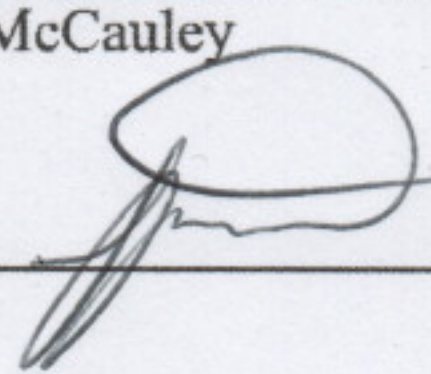
Resolved that any of the foregoing matters that have been done on or before the date of these resolutions be and are hereby adopted, ratified, confirmed, and approved.

Signed:



Cynthia Sysol McCauley

Date: 6/29/2022



Scott Hanigan

Date: 30/6/2022

2021

Martin Brower Modern Slavery Statement





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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: 2

Reporting Period: 1 January 2021 – 31 December 2021 (Calendar Year 2021)



Martin Brower Australia Modern Slavery Statement

This statement, pursuant to the Australian Modern Slavery Act 2018 (Cth), sets out the actions taken by the Martin Brower Australia Pty Ltd, to address modern slavery and human trafficking risks in our business and supply chain.

At Martin Brower, we actively promote human rights and act with due diligence to avoid infringing on the human rights of others. We strive to foster safe, inclusive, and respectful workplaces wherever we do business and respect the fundamental rights of Martin Brower employees, which are: freedom from slavery and child labour; freedom to associate (or not associate) and collectively bargain; equal opportunity for everyone; a safe and healthy workplace; and freedom from discrimination and harassment.

Martin Brower continues to build our knowledge of the risks of modern slavery and the areas of our business that could face some of these challenges. We work across our business and supply chain to put the right practices in place to prevent and respond to any potential risks.

Modern slavery is unacceptable within our business and supply chains. Martin Brower understands that we have a responsibility to respect the rights of people who work for Martin Brower and do business with suppliers and business partners that respect human rights for their respective employees. We recognise there is no single solution to human rights issues, which is why it is critical that we engage with all our stakeholders to build awareness and understanding.

Our business, structure and supply chains

Our Business

Martin Brower is part of the Reyes Family of Businesses (RFOB). The RFOB is a global business, with over 31,000 employees, close to 7,000 vehicles, and more than 200 properties. The Reyes Family of Businesses are dedicated to being the best in industry by achieving unmatched value for their Customers while creating an outstanding work environment for their employees.

Since RFOB's humble beginnings in 1976, the business has grown to the 12th largest privately owned Company in the USA. The RFOB is made up of subsidiaries Reyes Beverage Group, Great Lakes Coca-Cola Bottling, Reyes Coca-Cola Bottling, and Martin Brower.

Globally, Martin Brower is dedicated to being the leading supply chain solutions provider for restaurant chains around the world, 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 is well known for setting new standards for on-time delivery, dependability, efficiency, and safety at the international level. Martin Brower has a 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.

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

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

CHANGE: We value flexibility, innovation and a continuous improvement culture with a willingness to take risks

ACT AS ONE: We value thinking and acting globally, doing what we say we will do and helping one another succeed

RELATIONSHIPS: We value lasting relationships with our Team Members, Customers, suppliers and communities which are built on respect, integrity and trust

EQUITY & INCLUSION: We value a diverse and inclusive environment where everyone is treated fairly and inspired to achieve their potential

SAFETY & WELLNESS: 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, and continue all the way through to delivery at the Restaurant. Martin Brower is a vital link for our Customer and their suppliers. Martin Brower purchases stock from our Customer's Suppliers and supplies that stock to their restaurants to ensure an assured supply is achieved. This means that our 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).

Just like our Customers, 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.

Martin Brower has shared the Modern Slavery Act 2018 and the Commonwealth Modern Slavery Act 2018 Guidance for Reporting Entities with relevant stakeholders across our entity to ensure that there is a mutual understanding of our reporting requirements.

Martin Brower by the Numbers

- 736 Million cases
- 25,000 restaurants services
- 74 Facilities
- 18 Countries
- 12,500 employees

Martin Brower Australia

- >1150 restaurants
- 7 sites
- 650 employees



Policies

Martin Brower supports the goals of the Commonwealth Modern Slavery Act 2018 and takes 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.

Martin Brower requires all of its companies to comply with a Supplier 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.

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 we 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 matter to their supervisors, higher management, the Office of Ethics and Compliance, the business unit General Counsel or the Reyes Holdings Ethics Hotline.

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.

Martin Brower Policies

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

Due Diligence and Mitigating Risk in our Supply Chain

Risk Identification and Mitigation

Martin Brower has taken, and continues to take, a variety of actions to verify the absence of forced labour, slavery and human trafficking, including but not limited to the following:

- Long Standing Relationships: We build long standing relationships with Customers and suppliers who share our values and know our expectations of business behavior.
- Due Diligence: We complete due diligence on agents who interact with government actors on our behalf, in order to ensure worldwide adherence to applicable laws.



- Audits: All Martin Brower locations complete a Supplier Workplace Accountability (SWA) Audit including but not limited to a physical, onsite audit, acknowledgment of the Supplier Code of Conduct, review of online training material and self-assessment questionnaires.
- Reporting: We have a corporate wide accountability and reporting mechanism (Ethics Hotline) and require employees to complete a mandatory ethics certification on a yearly basis as permitted by local law and/or collective bargaining agreements.
- Internal Accountability: Martin Brower has internal processes and procedures to help confirm that employees and suppliers meet our standards, including internal audits, measurement of key performance indicators and Customer business reviews.
- Labour Monitoring: We pride ourselves on best practice labour monitoring and established ethical practices in each country. All employees are made aware of our policies and how they can be accessed for future reference. Anyone involved in recruitment is trained and required to comply with all applicable legislation and processes to ensure that we remain ethical. We also conduct audits at a local level to identify problems or instances of non-compliance and develop corrective action plans that identify root causes to prevent instances of recurrence.

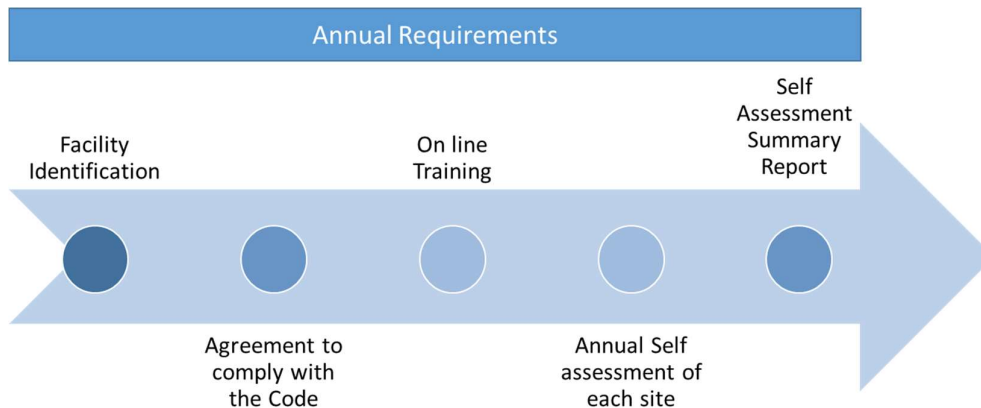
Our focus on preventing slavery and human trafficking is part of a larger effort to encourage supply chain transparency and accountability. We do not tolerate forced, bonded (including debt bondage) or indentured labour, involuntary prison labour, slavery or trafficking of persons for any purpose.

Supplier Workplace Accountability Program (System Suppliers)

As explained, 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, is 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 Customer’s 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 SWA Code and identifies areas of non-compliance. A final report, with any non-compliance observations, is issued through our Customer's 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).

In Consultation with our Customer, Martin Brower has confirmed that there are no System Suppliers who have outstanding CAPA's, which indicates that all System suppliers, including Martin Brower are compliant with code.

Effective action

Where non-compliance is identified through an on-site audit, System Suppliers work with a third-party audit firm to complete a corrective and preventative action plan to address the non-compliance. The plan must provide specific time frames within which corrective action will be taken, root causes analysed, and updated policies and/or procedures. 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 Customer's standards. However, there are circumstances under which a supplier will be removed from the supply chain to address instances of significant noncompliance with the Social Workplace Accountability 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 Policy stipulates that suppliers create internal grievance mechanisms and programmes for handling reports of workplace grievances, including anonymous reports.

Additional Measures

As a continuation of the process implemented during our 2020 reporting period, Martin Brower sent a Compliance Statement to all relevant System and Non-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, meet the Code of Conduct for Suppliers and meet the reporting requirements of the Modern Slavery Act 2018.

During the 2020 reporting period, we had 32 System Suppliers return a signed compliance statement or provide information on policies relating to Modern Slavery. During the 2021 reporting period, this number increased to 68. For Non-System Suppliers, we had 155 returned statements for 2021. These results demonstrate and increase in awareness and engagement with Modern Slavery processes and reporting compliance across the supply chain.



Martin Brower Suppliers - Non-System Suppliers

The Company also has established formal agreements with Labour Hire providers which ensure that any provider engaged will pay their employees at the rates prescribed in our Company Enterprise Agreements (which have rates and conditions above applicable modern award/minimum wage rates). Additionally, all Labour Hire providers are required to comply with the SWA code and standards, which Martin Brower audits to confirm that all Non-System Suppliers were compliant with the matters contained within our review.

Training on Modern Slavery and Human Rights

Martin Brower employees receive annual training to educate them of 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
- 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 labour and some key actions they can take to ensure they are protecting the rights of migrant workers in their facilities.

Looking Forward

We understand that there is no single solution to the challenges of modern slavery and human trafficking, and we must therefore continue to learn and understand the associated risks and warning signs. By working across all elements of our business and supply chains, we will continue to build our knowledge of these issues and take steps to improve our collective awareness.

The Company will continue to work with both System and Non-System Suppliers in a proactive manner in order to ensure the ongoing system maintenance to verify performance against best practice / benchmark and legal standards. In furtherance of this ongoing directive, Martin Brower will conduct and engage in regular consultation throughout the Supply Chain with to ensure that all suppliers understand their responsibilities.

Continuous Improvement

Martin Brower is committed to working with all of our stakeholders to fulfil this common goal and towards continuously improving strategies to identify and mitigate modern slavery risks. Martin Brower commits to ensure that our policies, practices, and expectations create awareness and understanding of everyone's obligations in regards to modern slavery.