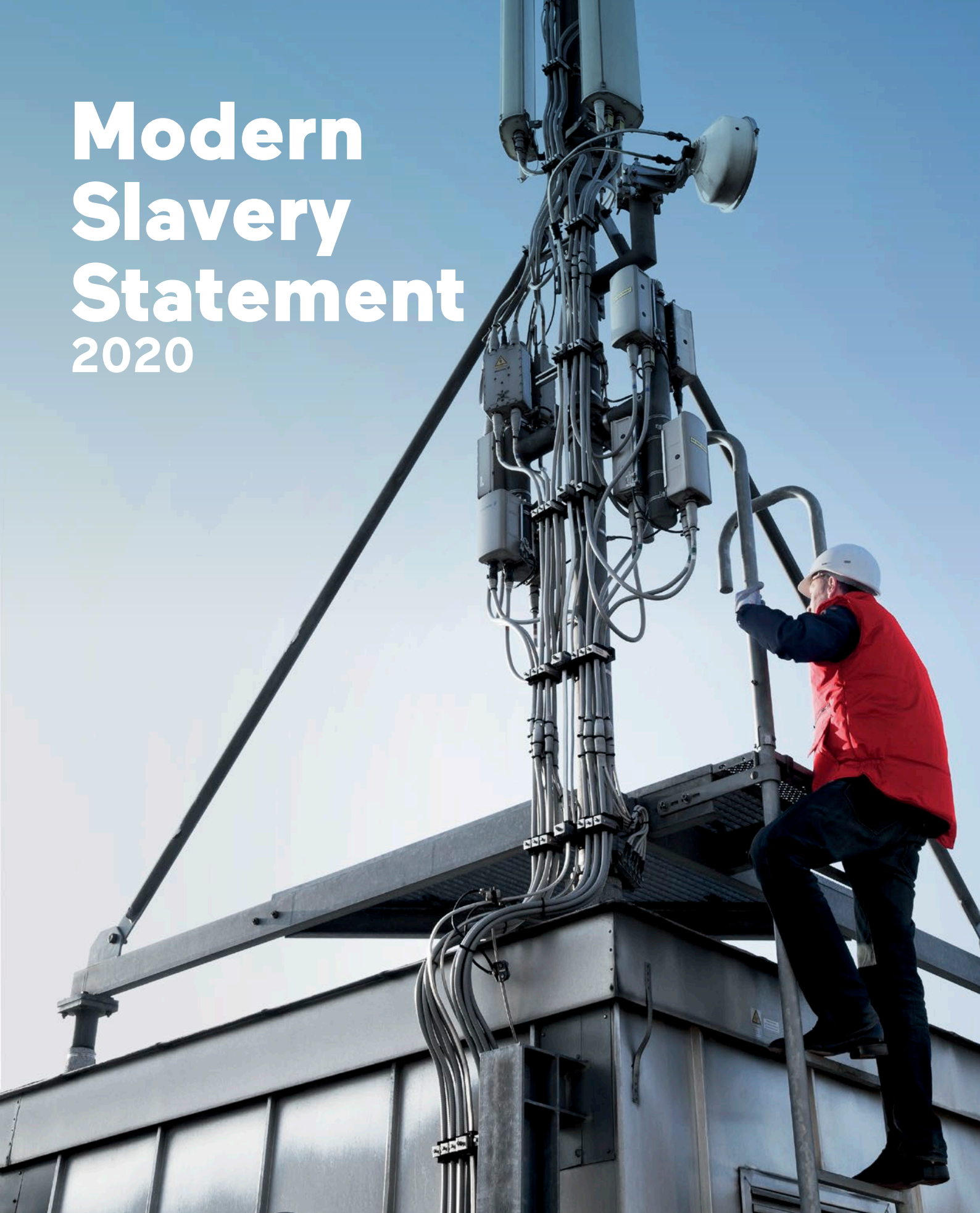# Modern Slavery Statement
2020

tpg TELECOM

About this statement

This modern slavery statement (**statement**) is a joint statement prepared pursuant to the *Modern Slavery Act 2018* (Cth) (**MSA**) covering TPG Telecom Limited (the ultimate parent company in the TPG Telecom group of companies (the **TPG Telecom Group**)) and the other reporting entities within the TPG Telecom Group listed in Appendix 1 (together referred to throughout this statement as **TPG Telecom, we, us, our or the reporting entities**) for the financial year ended 31 December 2020 (the **reporting period**).

This statement, our first statement, outlines the steps we have taken to identify, assess and mitigate the risks of modern slavery across our operations and supply chain and provides details of our policies, approach and the actions we have taken during 2020 to further strengthen our programs and commitments to respect and uphold people's fundamental rights and freedoms.

Appendix 2 demonstrates the compliance of our statement with the mandatory criteria for modern slavery statements in the MSA.

This statement has been prepared in consultation across the reporting entities and has been approved by TPG Telecom Limited's Board of Directors on behalf of the reporting entities.

FY20 Highlights

Refreshed the Code of Conduct for our merged organisation, with a clear statement of support for human rights and commitment to addressing modern slavery.

Updated our Supplier Code of Conduct, with enhanced requirements of our suppliers with respect to human rights and modern slavery.

Updated our precedent roaming agreement terms and conditions to reflect our expectations on management of modern slavery risk.

Provided face–to–face training on modern slavery risk to increase awareness across members of our Executive and senior leadership team.

Performed workshops across our business to identify and prioritise areas of higher modern slavery risk, using recognised risk indicators and criteria.

Collaborated across our industry, through the Telco Together Foundation, to adopt the Australian Telecommunications Leadership Statement on Human Rights and Modern Slavery.

Message from the CEO

At TPG Telecom, we are committed to conducting our business in an ethical, legal and socially responsible manner and we support human rights consistent with the Universal Declaration of Human Rights. We respect those rights in conducting our operations in all locations and stand fully behind local and international efforts to stop modern slavery and look for ways to promote these efforts. We have a zero-tolerance policy against modern slavery and the use of coercion, threats or deception to exploit victims and undermine or deprive them of their freedom.

The United Nations and Walk Free Foundation estimates there are over 40 million victims of modern slavery around the world; around 25 million of these victims are in the Asia Pacific region, and 16 million are exploited in the private economy. The nature and extent of modern slavery means there is a risk that it is present in telecommunications operations and supply chains.

We expect our suppliers and all persons with whom we have commercial dealings to conduct their businesses and provide their products and services in accordance with the same principles, regardless of the type and value of business we do together.

We will continually strive to improve our processes to identify and address the risks of modern slavery across our operations and supply chain.

Iñaki Berroeta
Chief Executive Officer and Managing Director,
TPG Telecom Limited

June 2021

Our structure, operations and supply chain

Our Structure

On 13 July 2020, TPG Telecom Limited (formerly known as Vodafone Hutchison Australia Pty Limited) merged with TPG Corporation Limited (formerly known as TPG Telecom Limited) to create a leading, challenger, full-service telecommunications provider – the second largest telecommunications company listed on the Australian Securities Exchange.

TPG Telecom is the ultimate parent company in the TPG Telecom Group and the immediate parent of TPG Corporation Limited. TPG Corporation Limited, a reporting entity for the purposes of the MSA, is the holding company of the balance of TPG Telecom Group's reporting entities under the MSA.

Since completion of the merger in July 2020, we have been progressing the integration of the merged businesses, including our operations and supply chains, to take our modern slavery approach to the next stage of its development.

For more information about the TPG Telecom Group, please see the TPG Telecom Annual Report.

Our Operations

We operate a number of leading mobile and internet brands including Vodafone, TPG, iiNet, Internode, Lebara, AAPT and felix.

We own and operate nationwide fixed and mobile network infrastructure, including:

Australia's second-largest fixed voice and data network, with more than 27,000 kilometres of metropolitan and inter-capital fibre networks

A strategic portfolio of spectrum assets

A leading mobile network comprising more than 5,600 sites, including a 4G network covering over 23 million Australians and a 5G mobile network currently being rolled out in selected areas of Australia
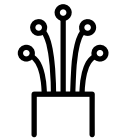
International transit capacity

International subsea cable systems connecting Australia to major hubs in North America and Asia.

In addition to providing services directly to end users, we wholesale services to retail service providers, network providers, content providers and several mobile virtual network operators.

We use wholesale network services of third parties such as the National Broadband Network and we share and lease certain mobile tower infrastructure with other operators.

We have intercarrier relationships with domestic network partners and across the world to ensure inter-operability of mobile services globally, including over 500 relationships with international roaming partners.
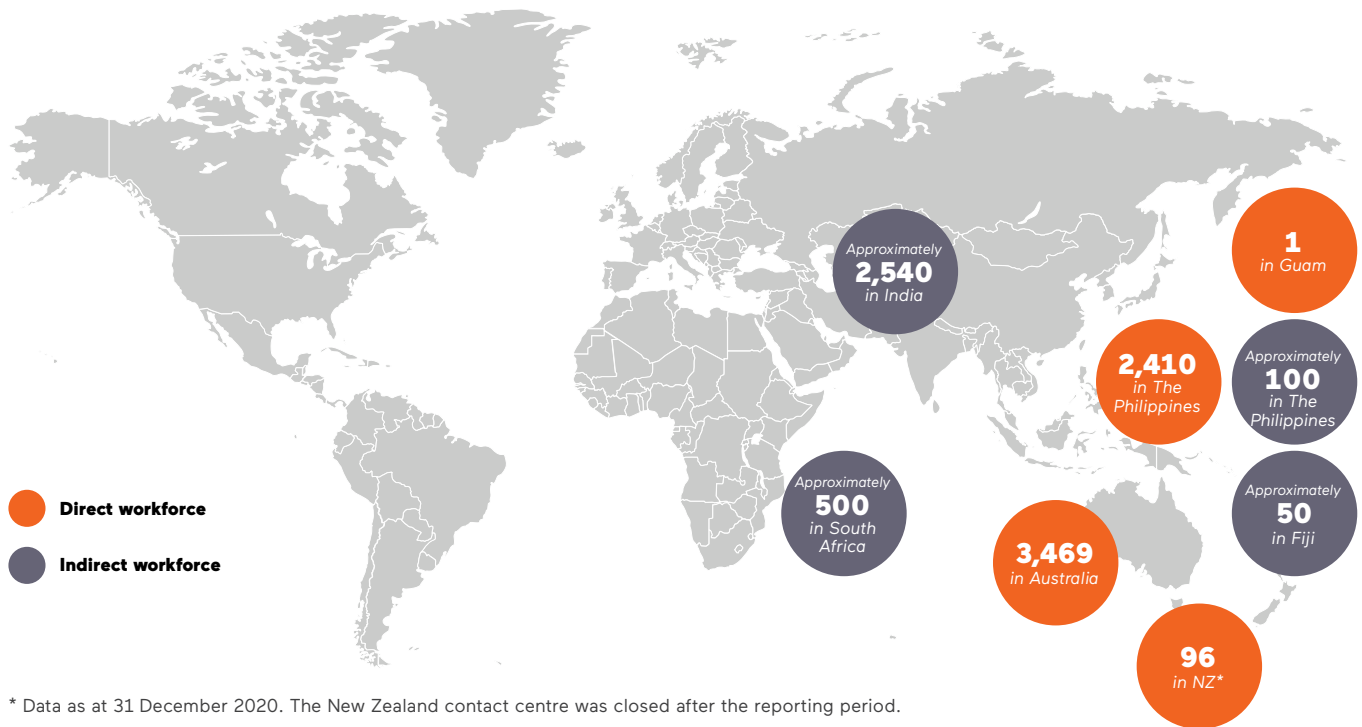
We also have a retail network across Australia comprising around 100 company-owned stores, as well as over 250 stores run by over 100 dealer partners.

Our structure, operations and supply chain continued

TPG Telecom employs nearly 6,000 people globally[1]. During the reporting period this included employees in our corporate offices, our contact centres in the Philippines, Australia and New Zealand, as well as field-based employees working on our networks and in our company-owned retail stores throughout Australia.

Additionally, we have an indirect workforce of over 3,000 customer service agents, IT and network operations, and support staff based in India, the Philippines, Fiji, and South Africa, through several strategic partners.

Approximately **2,540** in India

1 in Guam

2,410 in The Philippines

Approximately **100** in The Philippines

Approximately **500** in South Africa

Approximately **50** in Fiji

3,469 in Australia

96 in NZ*

● Direct workforce

● Indirect workforce

* Data as at 31 December 2020. The New Zealand contact centre was closed after the reporting period.

1   Headcount based on permanent employees and fixed term contractors, full-time and part time in Australia, New Zealand, the Philippines and Guam as at 31 December 2020.

Our supply chain

TPG Telecom has a large supplier base and procures goods and services for sales to customers and for internal use from a diverse range of vendors both locally and overseas. Our highest spend categories are:

1. mobile devices and fixed line modems;

2. network technology and equipment;

3. construction; and

4. professional services.

Following the merger, TPG Telecom has been working towards the establishment of a centralised procurement function which manages key suppliers through a governance framework with consistent adherence to TPG Telecom procurement standards. TPG Telecom's procurement policy, procurement and other contractual terms and conditions and Supplier Code of Conduct govern the way we engage and manage our suppliers. We are continuing to integrate procurement processes and supplier arrangements post-merger.
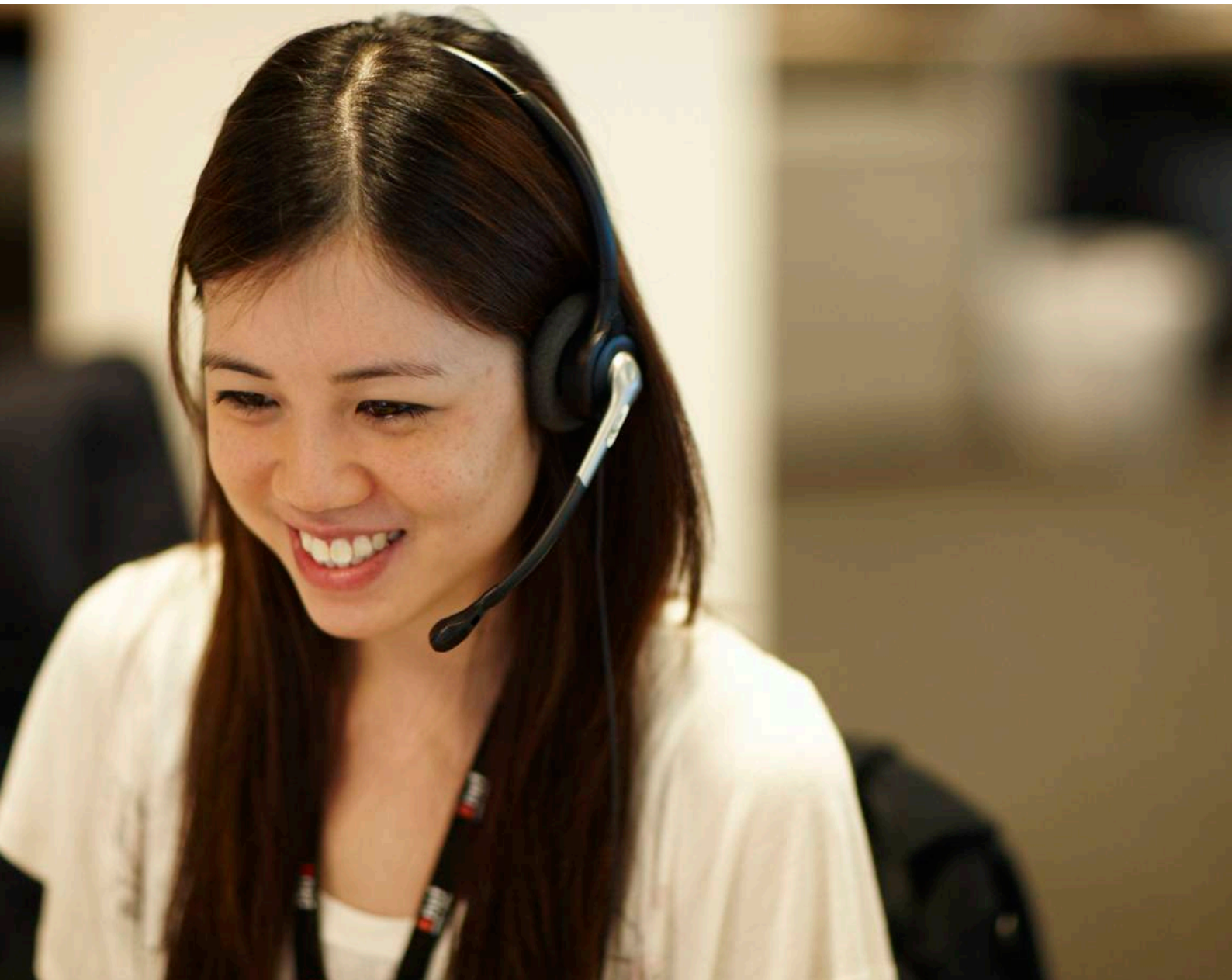
Governance and Policy

Governance arrangements

Our highest level of responsibility for modern slavery sits with the Board of Directors (the **Board**) of TPG Telecom, which has overall responsibility for ensuring compliance with the legal and regulatory framework within which TPG Telecom operates. The Board oversees the implementation of appropriate risk management and reporting systems (for both financial and non-financial risks) and for reviewing and monitoring compliance.

The TPG Telecom Board has established the Audit and Risk Committee to assist in its oversight of an effective risk management framework, including as it relates to modern slavery risk.

At an operational level, our progress on modern slavery has been driven through a dedicated modern slavery working group, led by the General Manager Risk and Audit with representation from Procurement and Legal teams. This working group has engaged across the business to identify and address modern slavery risk as outlined in the 'Risk Assessment' section.

Policy framework

We have a range of policies in place which set out the way we work and the expectations of our people and suppliers, as well as the mechanisms available for reporting of issues and concerns where these expectations are not being met. Together this framework of policies play an important role in the management of modern slavery risk.

Our TPG Telecom Code of Conduct and our Supplier Code of Conduct are central to this policy framework, supported by a range of other organisational policies that are summarised in the table below.

POLICY	DESCRIPTION
Code of Conduct	Our Code of Conduct (the **Code**) is our central policy document, outlining requirements that every single person working for TPG Telecom must comply with, regardless of location or position. The Code is mandatory and extends to all people at TPG Telecom, including permanent employees, fixed term employees, casual employees, contracts and consultants. Non-controlled entities of TPG Telecom, if any, are encouraged to adopt similar principles and standards.
	This Code of Conduct was refreshed in the reporting period and approved by the TPG Telecom Board as part of our merger and integration. It outlines our commitment to acting responsibly with our business partners to ensure that they operate without infringing on human rights, our support for human rights consistent with the Universal Declaration of Human Rights and our respect for those rights in conducting our operations in all locations.
	As stated within our Code of Conduct, we stand fully behind local and international efforts to stop slavery and human trafficking and look for ways to promote these efforts. We also have a zero-tolerance policy against trafficking and activities related to trafficking.
Supplier Code of Conduct	In December 2020, we released our updated Supplier Code of Conduct (**Supplier Code**), which contains enhanced requirements with respect to human rights and modern slavery, aligned to the Universal Declaration on Human Rights and the ten principles of the UN Global Compact.
	The Supplier Code sets out the minimum requirements and commitment expected of our suppliers regarding compliance with laws, labour and human rights, business integrity, workplace health and safety, privacy, business continuity and environmental management. TPG Telecom also expects suppliers to respect the fundamental Conventions and labour standards of the International Labour Organization.
	Under our Supplier Code, we outline that our goal is to only work with suppliers who are compliant with the Supplier Code.

POLICY	DESCRIPTION
Whistleblower Policy	During the reporting period, we also published our refreshed TPG Telecom Whistleblower Policy, stating our commitment to fostering a culture where people feel safe to speak up about matters that concern them. Our Whistleblower Policy encourages eligible whistleblowers[2] to speak up if they observe or suspect any improper conduct. It outlines how a report can be made, how we investigate and deal with improper conduct, and how we will support and protect a whistleblower throughout this process. Any report can be made confidentially – either internally, to a dedicated whistleblower email address, or externally to independent consultants by using our whistleblower hotline, secure online facility, post or fax. This service provides an avenue to anonymously report or raise concerns of improper conduct.
Grievance Handling Policy	Our Grievance Handling Policy applies to all Board members and employees, providing a guide on what to do in the case of a grievance, and information on how a grievance is handled including how an investigation works and possible outcomes.
Respect in the Workplace– Bullying, Discrimination and Harassment Policy	Our Respect in the Workplace Policy was developed in the reporting period. It outlines our commitment to providing a safe, flexible and respectful environment for employees and customers free from all forms of discrimination, bullying and sexual harassment. It includes guidance on rights and responsibilities, unacceptable workplace conduct, and resolving issues.
Health, Safety and Wellbeing Policy	Our Health, Safety and Wellbeing Policy recognises our duty to take all reasonably practicable steps to ensure the health, safety and wellbeing of our workers and other persons impacted by our business. It outlines the core components of our Workplace Health and Safety Management System, through which our policy is implemented.
Anti–Bribery Policy	This policy states our zero-tolerance to any form of bribery, examples of unacceptable conduct and specific requirements to prevent bribery and support an ethical culture.

Industry leadership statement

During 2019 and 2020 we worked with our industry peers on the issue of modern slavery through the Telco Together Foundation – a registered charity that brings together the telecommunications industry to make a significant social contribution within Australia.

In December 2020, we signed an Australian Telecommunications Leadership Statement on Human Rights and Modern Slavery, committing to work cooperatively to eliminate modern slavery practices where they are identified and to share case studies of best practice. That statement includes a set of Telecommunications Industry Modern Slavery Leadership Principles, drawing on best practice standards for business conduct set out in the UN Guiding Principles on Business Principles and Human Rights.

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2   Eligible whistleblowers are as follows: employees; directors; officers; suppliers (and their employees); consultants; and any relatives, dependents or spouses (including dependents of spouses) of our employees, directors, officers, suppliers and consultants.

Assessing and addressing risks

Risk assessment

We conducted a series of workshops with Executives and General Managers across our reporting entities, to identify and assess the potential for modern slavery risk across supply categories. This involved:

- mapping key activities across our business areas and the telecommunications value chain;

- for each activity, considering associated industry risks, product and service risks, geographic risks and individual entity risks, including scale and likelihood of potential impact. For each type of risk, recognised risk indicators were discussed and evaluated (e.g. industry use of unskilled, temporary or seasonable labour, product and service cost requirements and delivery timeframes and country prevalence of modern slavery or labour rights violations); and

- considering where we may cause, contribute or be directly linked to potential risks of modern slavery.

This assessment primarily focused on our "tier one" suppliers, with some consideration of "tier two" suppliers where these play an important role in overall product or service delivery (e.g. equipment and components for our network infrastructure).

This risk assessment was performed in the context of our merger, involving integration of our supplier databases and procurement processes, which we expect to be ongoing for the next reporting period.

Based on this risk assessment, our areas of highest potential exposure to modern slavery risk include:

- construction and demolition work across parts of our infrastructure and facilities;

- electronic and telecommunications equipment, components and devices;

- third party services to outsourced contact centres; and

- overseas intercarrier services.

In the next reporting period we will perform a more detailed review of our supplier database against the areas of activity which we consider to be of higher inherent risk and will perform a targeted review of the controls in place to form a more granular assessment of residual risk, and will engage individually with key suppliers where appropriate.
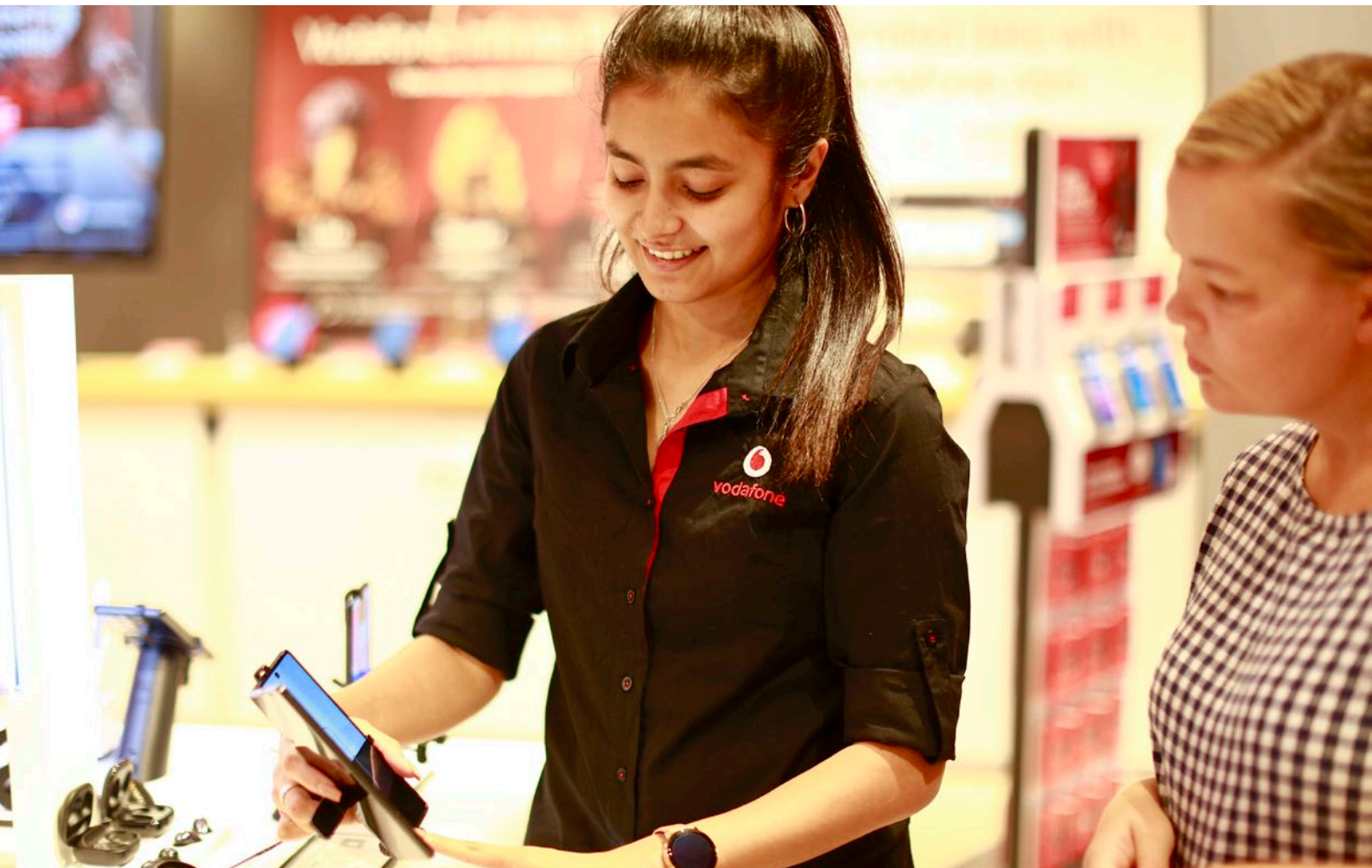
Case study: Managing modern slavery risk, and responding to COVID-19, in our outsourced contact centres

We recognise that suppliers in some overseas geographies can present a higher level of inherent risk. We work closely with our strategic, outsourced, overseas contact centre service providers, to ensure that their operations are conducted, their people ('our team members') are supported, and our customers are served in a manner which is consistent with our overall aim to conduct business in a responsible and ethical manner. We take a 'hands on' approach with regular and ongoing interactions across different operational teams, and at multiple levels, which includes pulse checks, control reviews and audits.

Our largest outsourced contact centres in India and South Africa each have an annual compliance program which includes aspects of TPG Telecom compliance training, as well as training related to local policies and compliance requirements, including their codes of conduct. All team members are trained on whistleblower arrangements as part of their induction. Modern slavery risk has been discussed at a senior leadership level to raise awareness of the issue and of the importance of an appropriate control environment.

Impact of COVID-19 on our largest outsourced contact centres

During the reporting period, we worked in an integrated way with our partners in India and South Africa, to ensure that our team members were properly supported as they transitioned quickly to remote working. We have continued to strongly encourage working from home, with provision for a small number of team members who have expressed a preference for working in the office, on an exceptional basis (e.g. where home working is impractical or may otherwise compromise their safety or wellbeing).

In addition to supplying new electronic equipment where required for remote working, our partners have moved to new ways of working which has enabled coaching and training to continue virtually, so that team members can continue to be supported in their roles, and reward and recognition programs have continued in a virtual manner.

In India, the program of support delivered by our partner includes:

- a COVID-19 vaccination drive for our team members and their families;
- a 24x7 help desk for any medical support;
- antigen testing for team members going into the office;
- a teleconsultation facility for team members and their families;

- certain COVID-related expenses covered under medical insurance policy;
- support to identify availability and organise hospital treatment for emergencies;
- support to identify availability within quarantine facilities;
- fully equipped quarantine centres for team members with nursing staff and doctor presence; and
- special paid leave extended to team members who have been diagnosed as having COVID-19.

For those team members in India and South Africa who have remained in the office or have recently chosen to transition back, there are COVID-safe arrangements including deep cleaning and sanitation of the workplace, physical distancing, temperature checks and wearing of masks. Where transport is provided for team members coming into the office, there are restrictions on the number of people per vehicle. Health and wellbeing support services, including Employee Assistance Programs have continued, and in some locations seen an increase in use and resourcing.

While COVID-19 has temporarily meant we are unable to regularly attend our partners' overseas locations, the clear communications channels established with our partners have allowed us to remain connected and involved with the management of operations and well-being of people.

Assessing and addressing risks continued

Risk mitigation

During the reporting period we sent our updated Supplier Code of Conduct, outlining expectations of our suppliers with respect to modern slavery, to all of our key suppliers, including those considered higher risk. Our Supplier Code of Conduct is also being integrated into our contracting process, with our suppliers required to commit to comply with the Supplier Code of Conduct.

We delivered training across members of our executive and senior leadership team to raise awareness of modern slavery including indicators or drivers of modern slavery risk.

We have updated our precedent international roaming agreement terms and conditions to include specific requirements on modern slavery risk management and compliance and will seek to have those terms agreed by our international roaming partners. We are also in the process of developing modern slavery protections for relevant precedent contractual arrangements and our procurement process.

With respect to major international suppliers which are common among Australian telecommunication service providers (e.g. major device manufacturers), we worked collaboratively through the Telco Together Foundation to develop a due diligence questionnaire and participated in a project to procure a cross-industry platform, through Telco Together Foundation, which will assist in risk identification and assessment at a more granular level.

Assessing effectiveness

We assess the effectiveness of our actions through our governance framework as outlined in our 'governance and policy' section on page 7. In particular, the modern slavery working group identified improvement actions required based on the modern slavery risk assessment and review of modern slavery risk controls (e.g. employee policies and supplier contractual arrangements).

During the reporting period, as we worked to integrate our legacy organisations from a people perspective, we conducted a Ways of Working Survey, and a range of employee interviews, providing a pulse check of employee views and expectations on matters related to culture and employee experience. We monitor a range of indicators on an ongoing basis, including whistleblower and grievance reporting, injury reporting, gender balance, and employee attrition.

Following the merger, we continue to assess the effectiveness of the control environment as we integrate our operations, including those offshore. Our close relationships with outsourced contact centre providers enable us to assess the effectiveness of our actions on an ongoing basis, through pulse checks, control reviews and audits.

We report on our approach to managing our business responsibly and sustainability in our annual Sustainability Report.

Looking ahead

As we continue to integrate the operations and supply chains of our legacy organisations and seek to take our modern slavery approach to the next stage of its development, there are a number of key priority actions for the remainder of 2021.

This statement was prepared as joint statement pursuant to the MSA covering reporting entities for the year ended 31 December 2020. This Statement has been approved by the TPG Telecom Limited Board of Directors on behalf of the reporting entities.

Key actions for 2021 :

- Continue to integrate procurement processes and supplier arrangements post-merger;
- Perform additional due diligence on tier one suppliers identified as being in higher risk categories for modern slavery risk;
- Perform an assessment of our modern slavery risk controls to identify opportunities for further improvement and develop a modern slavery action plan;
- Progress implementation of modern slavery training and risk awareness beyond senior leadership to other parts of the organisation;
- Develop modern slavery protections for relevant precedent contractual arrangements and the procurement process;
- Develop and embed a modern slavery due diligence framework, including remediation aligned with existing incident management and whistleblowing procedures; and
- Continue to collaborate across the industry through Telco Together Foundation to implement the principles of our leadership statement.

Appendix 1

Reporting entities

This statement has been prepared as a joint statement pursuant to the MSA covering the following reporting entities[3]:

- AAPT Limited ACN 052 082 416;
- iiNet Limited ACN 068 628 937;
- Internode Pty Ltd ACN 052 008 581;
- PowerTel Limited ACN 001 760 103;
- Telecom New Zealand Australia Pty Ltd ACN 050 060 341;
- Telecom Enterprises Australia Pty Limited ACN 062 920 601;
- TPG Corporation Limited ACN 093 058 069;
- TPG Holdings Pty Ltd ACN 003 328 103;
- TPG Internet Pty Ltd ACN 068 383 737; and
- TPG Telecom Limited ACN 096 304 620.

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3   The merger between TPG Telecom Limited (formerly known as Vodafone Hutchison Australia Pty Limited) and TPG Corporation Limited (formerly known as TPG Telecom Limited) completed on 13 July 2020. However, as the merger was effective for accounting purposes from 26 June 2020, TPG Telecom's reported results for FY2020 include a full twelve months of TPG Telecom Limited and a contribution of six months and four days from TPG Corporation Limited, the holding company of the balance of TPG Telecom's controlled entities. While Internode Pty Ltd ACN 052 008 581 does not meet the reporting entity criteria under the MSA based on the FY2020 contribution of six months and four days to TPG Telecom Limited's FY2020 reported results, Internode Pty Ltd has been included in this statement on the basis that it would have met the reporting entity criteria if TPG Telecom Limited had controlled Internode Pty Ltd for the full reporting period in FY2020.

Appendix 2

MSA criteria

The table below indicates aspects of our statement which relate specifically to the mandatory criteria for modern slavery statements in the MSA.

MSA CRITERIA	RELEVANT SECTIONS OF OUR STATEMENT
Identify the reporting entity.	About this statement (page 1) Our structure (page 4)
Describe the structure, operations and supply chains of the reporting entity.	Our structure, operations and supply chain (page 4)
Describe the risks of modern slavery practices in the operations and supply chains of the reporting entity (and any entities that the reporting entity owns or controls).	Risk assessment (page 9)
Describe the actions taken by the reporting entity (and any entity that the reporting entity owns or controls) to assess and address those risks, including due diligence and remediation processes.	FY20 highlights (page 2) Governance and policy (page 7) Risk mitigation (page 11)
Describe how the reporting entity assesses the effectiveness of the actions it takes to assess and address its modern slavery risks.	Assessing effectiveness (page 11)
Describe the process of consultation with any entities that the reporting entity owns or controls and, for joint statements, the entity giving the statement.	Risk assessment (page 9) Risk mitigation (page 11)
Include any other information that the reporting entity, or the entity giving the statement, considers relevant.	Message from the CEO (page 3) Industry leadership statement (page 8) Looking ahead (page 12)