



NRW HOLDINGS MODERN SLAVERY STATEMENT FOR FY22

UNDER THE MODERN SLAVERY ACT 2018 (CTH)

OUR COMMITMENT & GUIDING PRINCIPLES

NRW is a leading provider of diversified contract services to the resources and infrastructure sectors throughout Australia. We contribute to a sustainable future through responsible business practices that deliver economic returns for our shareholders, creates value for the communities in which we operate and respects the environment to leave a positive legacy.

The NRW Group is committed to the sustainable development of its business through effective management of the environmental, social and governance issues it encounters.

We seek to integrate respect for human rights into the way we operate to continuously improve our business and the way we deliver work.

To this end, we work to continuously improve our understanding of modern slavery risks in our operations and supply chains. We also work to raise awareness of the issue throughout our operations and supply chains and thereby support efforts to combat it by tracing, monitoring and addressing the risk of modern slavery practices.

JOINT STATEMENT

This Joint Statement (**Statement**) outlines the steps the NRW Group has taken to trace, monitor and address modern slavery risks in our operations and supply chains.

It covers the financial year ending 30 June 2022 (**FY22**) and is limited to our Australian operations and their respective supply chains.

Similar to our Statement for FY21, this Statement was prepared having regard to the requirements of the *Modern Slavery Act 2018* (Cth) (**Modern Slavery Act**) and to the 'Commonwealth Modern Slavery Act 2018 – Guidance for Reporting Entities' as well as:

- the Australian Border Force's 'Modern Slavery Act: Information for reporting entities about the impacts of coronavirus';
- the Australian Border Force's 'Modern Slavery Act Supplementary Guidance: Describing Consultation';
- the Australian Border Force's 'Modern Slavery Act Reporting Update: November 2020';
- the Australian Border Force's 'Modern Slavery Act Supplementary Guidance: Good Practice Examples' of Mandatory Criteria 3, 4 and 5;
- the research paper 'Moving from paper to practice: ASX200 reporting under 'Australia's Modern Slavery Act' commissioned by the Australian Council of Superannuation Investors and conducted by Pillar Two; and
- the research paper 'Evaluating the early impact of Australia's Modern Slavery Act' published by the Human Rights Law Centre'.

In this Statement, references to "we", "our", "us", "NRW", and "the Group" are to NRW Holdings Limited and its wholly-owned subsidiaries and references to a "year" or "FY" are to an Australian financial year, unless otherwise stated or required by the context.

This Statement was approved by NRW's Board of Directors on 13 December 2022 and will be available on the NRW website.



OUR GROUP



STRUCTURE

NRW Holdings Limited ACN 118 300 217 (**NRW Holdings**) is an entity incorporated in Western Australia, with its registered office at 181 Great Eastern Highway, Belmont WA 6104, and is listed on the Australian Securities Exchange. The NRW Group consists of a group of companies, each operating as a separate legal entity.

The NRW Group's active trading entities include:

Entity	ACN	Registered office address
NRW Pty Ltd atf the NRW Unit Trust (trading as NRW Civil & Mining)	067 272 119	152-158 St Georges Terrace PERTH WA 6000
NRW Contracting Pty Ltd	008 766 407	181 Great Eastern Highway BELMONT WA 6104
Action Drill & Blast Pty Ltd	144 682 413	152-158 St Georges Terrace PERTH WA 6000
Actionblast Pty Ltd (trading as AES Equipment Solutions)	058 473 331	152-158 St Georges Terrace PERTH WA 6000
DIAB Engineering Pty Ltd	611 036 689	181 Great Eastern Highway BELMONT WA 6104
Golding Contractors Pty Ltd	009 734 794	Level 2, 40 McDougall Street MILTON QLD 4064
Primero Group Limited	149 964 045	1 Pearson Way OSBORNE PARK WA 6017
RCR Heat Treatment Pty Ltd	631 155 032	152-158 St Georges Terrace PERTH WA 6000
RCR Mining Technologies Pty Ltd	107 724 274	152-158 St Georges Terrace PERTH WA 6000

These entities are wholly-owned subsidiaries of NRW Holdings (either directly or indirectly), and are incorporated in Australia (except for Primero Group Americas Inc which is incorporated in Canada).

A comprehensive list of NRW Holding's wholly-owned subsidiaries, including non-trading entities, is set out on pages 74 – 75 of NRW's Annual Financial Statement for FY22 ('2022 Annual Financial Statements') released to the ASX on 18 August 2022.

Reporting Entities

NRW Holdings, NRW Pty Ltd, Action Drill and Blast, Golding, Primero Group Limited and RCR Mining Technologies are reporting entities for the purposes of the Modern Slavery Act.

OUR GROUP CONTINUED

OPERATIONS

Our business is broadly comprised of civil, mining, and minerals, energy and technologies operations. We provide diversified services to the mining, energy, civil infrastructure, utilities, property, urban development sectors and transport sectors. These services are delivered by NRW Holdings' wholly-owned subsidiaries.

In FY22 we achieved an annual consolidated revenue of \$2.4 billion. Further details can be found in the 2022 Annual Financial Statements (available on the NRW website: nrw.com.au/investors-2/financial-results).

Below is a summary of our operations.

 <p>CIVIL NRW Civil Golding Civil Golding Urban</p>	 <p>MINING NRW Mining Golding Mining Action Drill & Blast AES Equipment Solutions</p>	 <p>MINERALS, ENERGY & TECHNOLOGIES Primero RCR Mining Technologies DIAB Engineering</p>
<p>Our Civil business specialises in the delivery of private and public civil infrastructure projects, mine development, bulk earthworks and commercial and residential subdivisions.</p> <p>Civil construction projects include roads, bridges, tailings storage facilities, rail formation, ports, renewable energy projects, water infrastructure and concrete installations.</p>	<p>Our Mining business provides mine management, contract mining, load and haul, dragline operations, drill and blast, coal handling prep plants, maintenance services and the fabrication of water and service vehicles.</p>	<p>Our MET business provides full Engineering Procurement Construction (EPC) capability in the mineral processing, energy and non-process infrastructure market segments. They offer comprehensive Original Equipment Manufacturer (OEM) capability, innovative materials handling design capability, specialist maintenance (shutdown services and onsite maintenance) for the metals.</p>
<ul style="list-style-type: none"> • National infrastructure prequalifications R5, B4, F150+ • Roads & bridges • Public / defence infrastructure • Rail formations • Mine development • Bulk earthworks • Marine works • Renewable energy projects • Airstrips • Commercial & residential subdivisions 	<ul style="list-style-type: none"> • Whole of mine management • Mine development • Load & haul • Dragline • Coal handling preparation plants • Mine site rehabilitation • Full scope drill & blast • Explosives supply and management • Maintenance services • Mobile equipment • Service vehicle manufacture and sales 	<ul style="list-style-type: none"> • Full EPC capability • Apron, belt & hybrid feeders • Material handling specialists • Stackers & scrubbers • Structural, mechanical & piping work • Maintenance services • Non process infrastructure • Routine preventative & OHP shutdowns • Offsite repairs & fabrication services • Product support, spare parts & service • Heat treatment

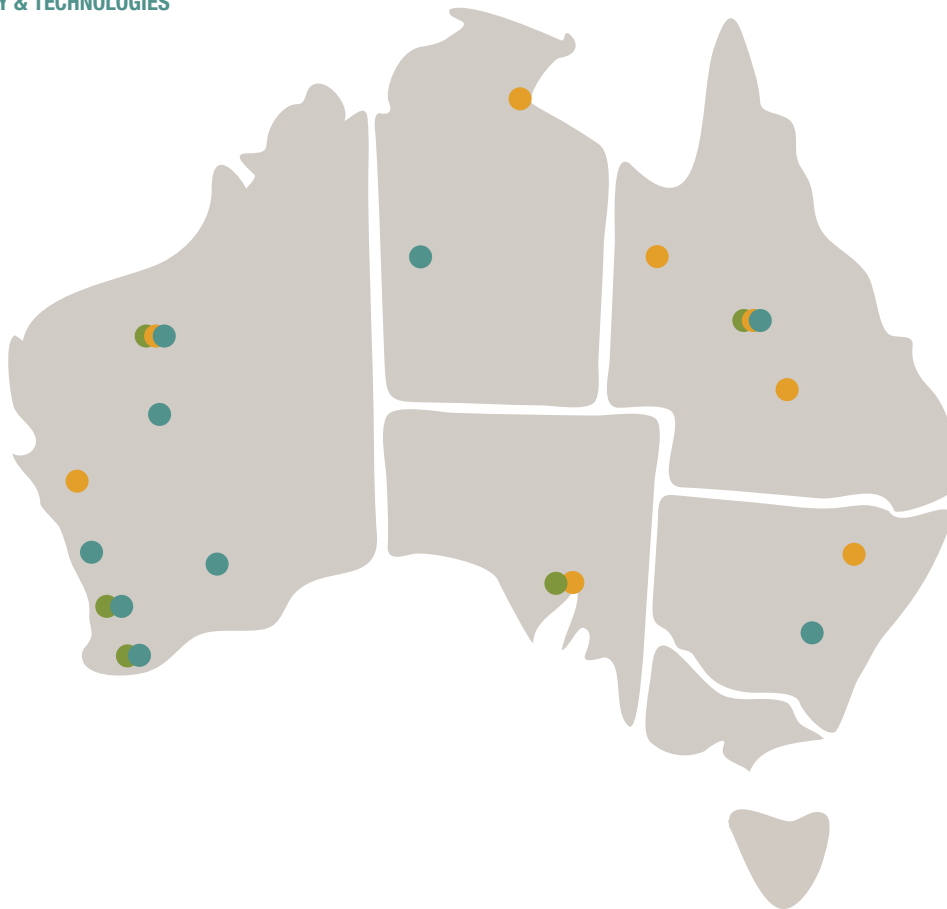
OUR GROUP CONTINUED

LOCATION OF OPERATIONS

NRW's operations span all Australian States (except Tasmania) and the Northern Territory. We operate, to a limited extent, in North America (Canada and the United States of America) and have an office in Canada (engaging approximately 30 employees) to support such operations. In addition, we have a subsidiary incorporated in Guinea, West Africa and a subsidiary incorporated in Papua New Guinea. Both are inactive legacy entities.

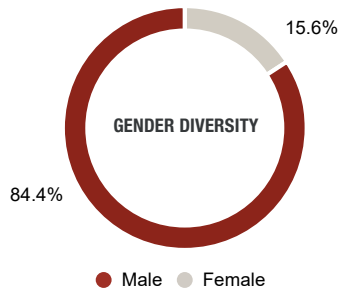
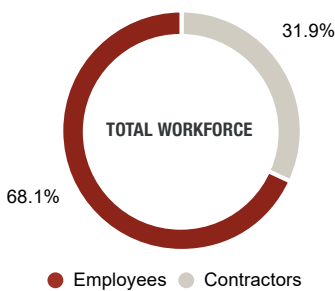
AUSTRALIA

- CIVIL
- MINING
- MINERALS, ENERGY & TECHNOLOGIES



WORKFORCE

Our people are our greatest asset and essential to our long-term success. NRW has a high performing, experienced, and appropriately qualified workforce. At the end of FY22, the NRW Group had a workforce of 7,261 (including 4,946 employees).



APPRENTICES 

More than 200 apprentices participated in Apprenticeship Programs specialising in automotive (heavy mobile equipment), fabrication (heavy welding), and mechanical (fitter) works.

OUR GROUP CONTINUED

SUPPLY CHAINS

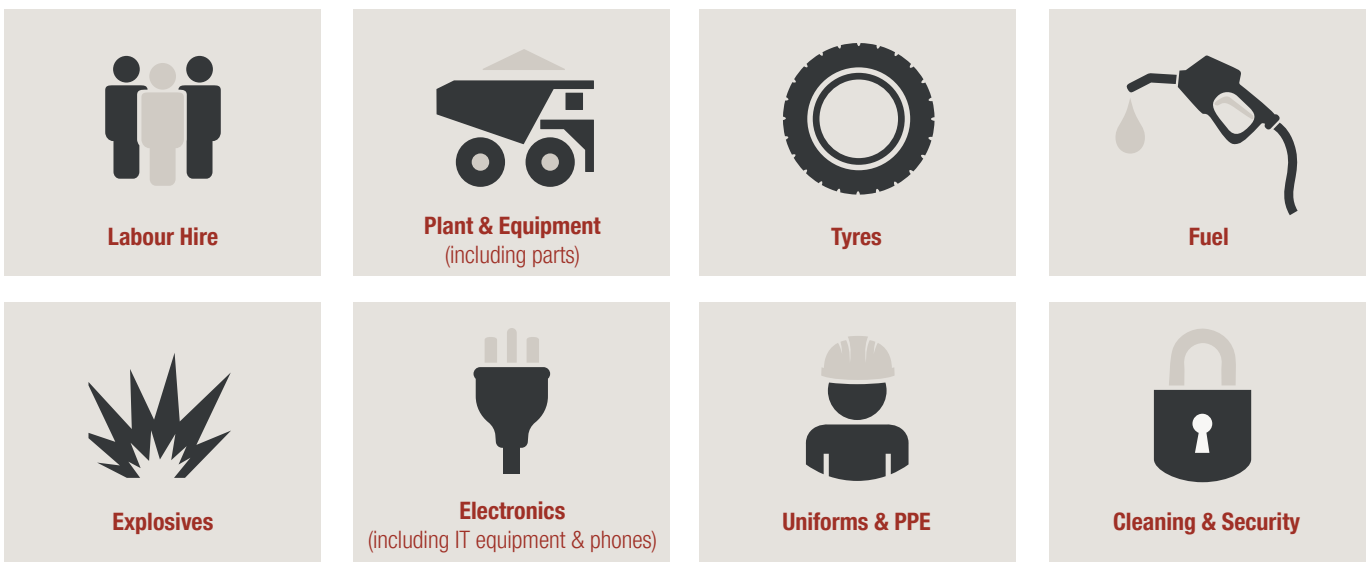
The NRW Group has diverse supply chains involving many entities. Our contractual arrangements with suppliers vary and include one-off transactional purchase orders governed by our standard terms, project-specific supply agreements and long-term master agreements both at the NRW Group level and for specific entities within the NRW Group.

Set out below are examples of the extent of our supply chains.

- NRW Civil & Mining, NRW Contracting and Golding’s supply chains include primarily labour hire, plant and equipment (including parts), concrete, quarry, asphalt, fuel, OTR tyres and steel reinforcement.
- Action Drill and Blast’s supply chains include primarily drill rigs and associated drill bits, steel rods, bulk explosives, detonators and accessories.
- Primero’s supply chains include primarily plant and equipment, electrical equipment, labour hire, concrete, reinforcement and structural steel, and piping.
- RCR Mining’s supply chains include primarily fabricated steel, apron feeder, conveyor components and ground engaging tools.
- RCR Heat’s supply chains include primarily gas for furnace workshops, nitrogen gas for material hardening process and equipment hire.
- DIAB Engineering’s supply chains include primarily plant, equipment, tools, conveyors and scaffolding.
- AES Equipment Solutions’ supply chains include primarily service and water trucks fabricated bodies and associated components, industrial plant and sand for sandblasting.

In addition to the ones listed above, our supply chains also include professional services (e.g. auditors, consultancy and finance providers), transportation and logistics, buildings leasing, building maintenance, cleaning services, uniforms and personal protective equipment, catering and goods usually purchased for offices (e.g. IT equipment, stationery, milk, coffee and tea).

In FY22 we directly engaged approximately 5,000 suppliers (**Tier 1**), with a total spend of more than \$1.3 billion across a range of categories including:



In FY22 most of our total procurement spend on Tier 1 suppliers was paid to Australian-based entities.

RISKS OF MODERN SLAVERY PRACTICES

We operate primarily in Australia and, since 2021, we have operated to a limited extent in North America. To date, our assessment of modern slavery risks related to our operations has been limited to Australia due to the limited nature of operations overseas.

According to the Global Slavery Index 2018 (GSI), Australia has a very low prevalence of modern slavery and a strong rule of law. As our operations during FY22 were based primarily in Australia, we have assessed the potential for modern slavery in our operations as low. Moreover, the industries in which we operate are heavily regulated by both State and Federal laws and regulations. The potential for modern slavery may exist mainly further down in our supply chains, including through forced labour, child labour and debt bondage practices used by our indirect suppliers (i.e. beyond our Tier 1 suppliers).

Based on the modern slavery resources set out in Attachment 1 (Modern Slavery Resources), we identified the below categories of goods and services within our supply chains with potential for modern slavery practices to exist (which we have not caused or directly contributed to). These categories were identified in our FY21 Modern Slavery Statement and remained a potential risk during FY22.

- In Australia, labour hire, transportation services, and cleaning and security services at our project sites and provided in the offices we lease.
- The goods below which are either procured or include raw material procured from locations identified as having either one or a combination of the following: a high prevalence of modern slavery under the GSI, high prevalence of migrations flows, widespread poverty, a weak rule of law or poor governance.



To the extent our supply chains extend to Asia they may be particularly susceptible to the risk of modern slavery practices. These supply chains are complex: there can be multiple layers including raw material extraction and/or production, assembly, transportation and installation. Modern slavery practices may be deeply embedded or concealed.

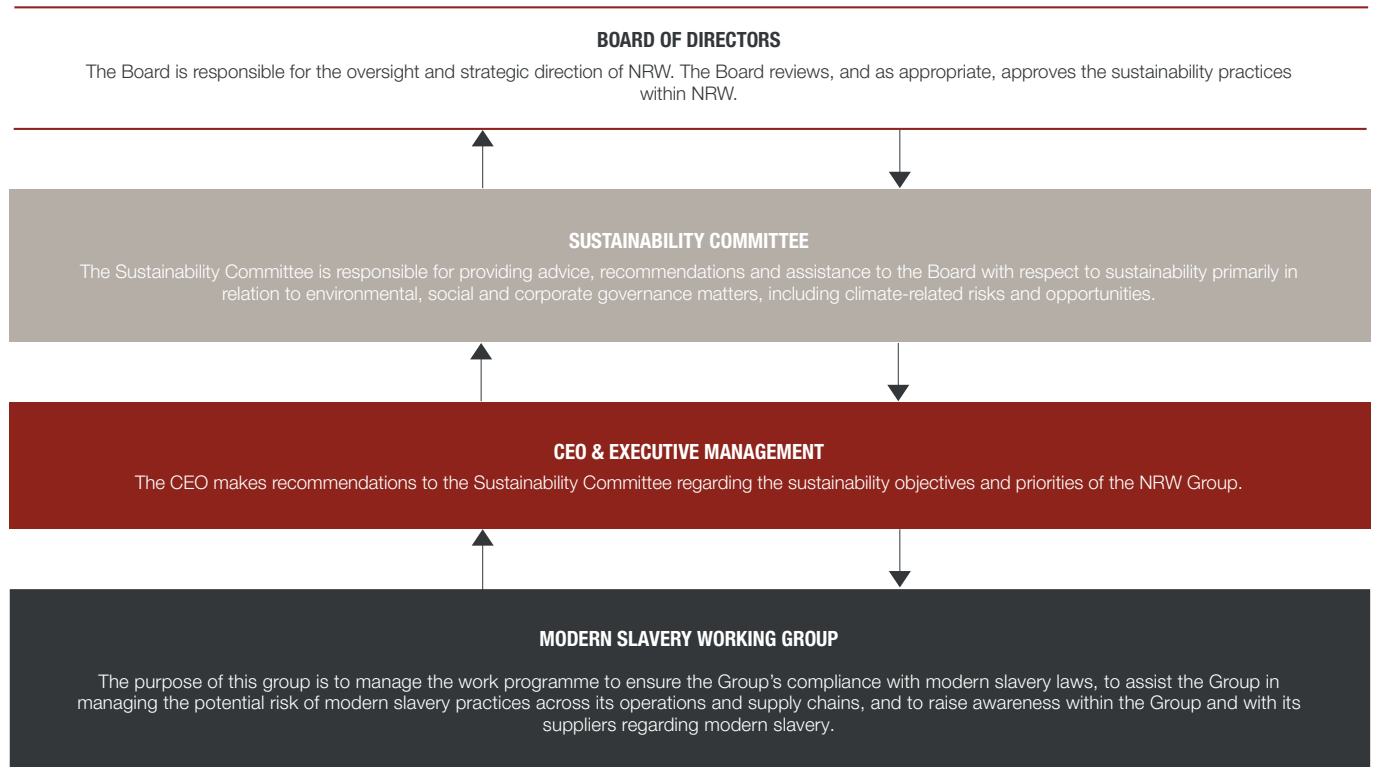
Visibility beyond our Tier 1 suppliers remains a challenge: we have not been able to look beyond our Tier 1 suppliers to identify potential modern slavery risks deeper in our supply chains. The COVID-19 global pandemic has also significantly impeded our ability to undertake or procure the undertaking of 'on the ground' activities that would help to identify modern slavery risks and incidents, such as site visits. From our participation in modern slavery forums, we understand this is not an uncommon issue among reporting entities. Realistically, we believe it is likely to remain so in the short to medium term.

ACTIONS TAKEN DURING FY22 TO ASSESS AND ADDRESS MODERN SLAVERY RISKS

GOVERNANCE

NRW Holdings' corporate governance structure consists of a Board of Directors whose role is to represent shareholders, promote and protect the interests of the Group, and to build sustainable shareholder value. The Board discharges this responsibility by having regard for the interests of all stakeholders.

NRW has the following structures in place to maintain oversight and coordinate various actions on modern slavery across the Company.



The Board of Directors is ultimately responsible for the governance, risk and compliance frameworks of the Group. These frameworks exist through a suite of policies and procedures, developed over time to ensure compliance with the various legislative and regulatory requirements applicable to our businesses. Key documents that address Modern Slavery include:

- Sustainability Committee Charter
- Code of Conduct – Obligations to Stakeholders
- Code of Conduct for Directors and Key Officers
- Whistleblowing Policy
- Terms and Conditions for Purchase of Goods and/or Services.

These documents are available on the NRW website: nrw.com.au/about-us/corporate-governance and nrw.com.au/contact/business-with-nrw



ACTIONS TAKEN DURING FY22 TO ASSESS & ADDRESS MODERN SLAVERY RISKS CONTINUED

WORKING GROUP

The modern slavery working group members are from a multi-disciplinary background and there are members who are part of the senior leadership or are involved in the operations and supply chains of Group entities. During FY22, our modern slavery working group continued to:

- assist the NRW Group meet its modern slavery reporting obligations;
- help the NRW Group identify (and to the extent reasonable possibly, minimise or avoid), modern slavery risks in the NRW Group's supply chains;
- raise awareness within the NRW Group and suppliers regarding the issue of modern slavery; and
- attend continuous professional development seminars on modern slavery.

ACTION PLAN

We updated and further developed our action plan. The plan includes actions for FY23 based on the priorities we identified in our Modern Slavery Statement for FY22. It also includes aspirational actions for FY24.

The plan serves as an internal guidance document for our modern slavery working group as we continue our efforts to better understand our supply chains. We expect that having a better understanding of our supply chains should enable us to enhance the monitoring and management of potential modern slavery risks that may affect our supply chains.

TRAINING

We completed the roll out of our basic training module on modern slavery. This training helps our employees familiarise themselves with the issue of modern slavery globally and in Australia, and why it is relevant to our business.

We developed an additional training module on modern slavery for employees involved in procurement activities. This tailored training focuses on the challenges in identifying modern slavery risks in our supply chains, the steps we can take in our procurement and supply activities to better understand and minimise the risk of modern slavery in our supply chains and the role certain employees can play in helping us to identify specific modern slavery indicators and conditions that can put workers within our supply chains at risk of modern slavery. We completed this training program in FY22 (except for DIAB's and Primero's employees).

EMPLOYMENT AND OPERATIONAL PRACTICES

We have well established recruitment processes and practices which continue to uphold ethical and non-discriminatory engagement of potential employees. Such processes include the requirement for all potential employees to possess and demonstrate their right to work lawfully in Australia. Where required, international recruitment is supported by external registered migration agents.

In accordance with best practice, we have written contracts in plain English for our employees. All employees receive pay slips that clearly outline any deductions that are made (e.g. tax, salary sacrifices and leave).

On our project sites, hours worked are monitored. Where we provide accommodation, it is safe and meets industry standards.



ACTIONS TAKEN DURING FY22 TO ASSESS & ADDRESS MODERN SLAVERY RISKS CONTINUED

GUIDANCE MATERIAL FOR HR AND RECRUITMENT PERSONNEL

In FY22, as a result of the COVID19 global pandemic, we experienced an increasingly constrained labour market. It was particularly challenging to attract and retain personnel.

An often-overlooked impact of this economic climate is the potential for it to pose an enhanced risk of modern slavery practices within our operations and supply chains. Accordingly, the modern slavery working group developed guidance material for all NRW Group personnel engaged in human resources and/or recruitment functions, with a timely reminder of:

- Australia's modern slavery laws; and
- NRW Group's expectation of how in their role, such personnel could assist the Group meet our obligations and the commitments made with respect to the management of modern slavery risks.

SUPPLY CHAIN DUE DILIGENCE FOR MODERN SLAVERY RISKS

As part of our initiative to identify modern slavery and mitigate associated risks in our supply chains, we have undertaken the actions below in respect of most of the NRW Group's trading entities.

Suppliers

Since our first Modern Slavery Statement, the Group expanded and our supply chains became more complex. In turn, it has become a challenge to continually try to map our supply chains, assess them for the risk of modern slavery practices and meaningfully engage with select suppliers in a streamlined and standardised manner across the Group using only in-house resources. To address this issue, during FY22 we started the process of investigating options for the provision of supply chain due diligence services by third parties.

Supply terms

As with past reporting periods, where new contracts were entered into or existing contracts were varied during FY22, we endeavoured to amend them when possible to include obligations with respect to business integrity, including compliance with the modern slavery laws.

Fair traded products

We applied to become an official Fairtrade supporting workplace after we completed a successful trial of fairly traded milk, coffee and tea at our head office in Perth.

GRIEVANCE MECHANISMS AND SYSTEMS

We have in place systems to protect whistleblowers, including a Whistleblowing Policy. Our Whistleblowing Policy, including details of our external whistleblower service with YourCall, is publicly available online.

YourCall reporting options include:

- a hotline from 9am to midnight Monday to Friday (AEST), except national public holidays. The hotline uses a 1300 number that is free of charge and calls are taken by trained officers; and
- an online portal (available 24/7, 365 days of the year).

These options combined ensure the system is accessible and enable reports to be made outside working hours. Reports may be made anonymously by employees and stakeholders, including suppliers.

In FY22, there were no reports of instances or suspected instances of modern slavery practices affecting the Group. Should modern slavery risks and/or to instances of modern slavery be reported or identified in the future, we anticipate the way we respond will depend on several factors, including the nature and severity of the risks; whether we caused, contributed to, or are directly linked to the risk or the occurrence; and our leverage with other entities involved.

EFFECTIVENESS IN COMBATING SLAVERY

FY22 was the NRW Group's third reporting year under the Modern Slavery Act. Our focus continued to be on gaining a better understanding of our supply chains for potential modern slavery risks. Our diverse businesses mean we have distinct, complex and extensive supply chains across the NRW Group.

In the following years, we intend to review the effectiveness of the steps we have taken during these initial years to map our supply chains and train our staff with the ultimate goal of mitigating the risk of modern slavery in our supply chains.

PROCESS OF CONSULTATION WITH GROUP ENTITIES

In developing the action plan and preparing this Statement, we consulted with our wholly-owned subsidiaries. The consultation was done primarily through members of the working group whose shared services roles include certain responsibilities with respect to the wholly-owned subsidiaries. The Executive General Manager of each wholly-owned subsidiary reviewed this Statement to the extent of their operations and supply chains.

OTHER RELEVANT INFORMATION

MODERN SLAVERY RISKS DURING THE COVID-19 PANDEMIC

The COVID19 global pandemic continued to disrupt our operations and supply chains. We continued to work to manage our clients' expectations while, at the same time, avoiding unnecessary pressure on our suppliers to minimise the risk of modern slavery practices within their operations and supply chains.

EVENTS & CIRCUMSTANCES IMPACTING OUR EFFORTS

Despite our best endeavours, the following continued to impact the execution of our Modern Slavery action plan:

- the COVID19 global pandemic which continued to require significant attention from our Corporate resources to ensure the safety of our people and the continuity of our operations; and
- the acquisition and integration of Primero's business into the Group's operations, following their acquisition by NRW Holdings.

NEXT STEPS

While we have gradually improved our knowledge of and experience with the management of potential modern slavery risks in our operations and supply chains, more action is required. Our priorities for FY23 include:

- complete the roll out of specific modern slavery training for DIAB and Primero employees who are involved with procurement activities;
- commence the roll out of specific modern slavery training for employees involved with recruitment activities, including the potential engagement of recruitment agencies;
- progress the investigation of a potential third-party solution to enable us to better map our growing supply chains and to assess the risk of modern slavery in our supply chains; and
- investigate potential frameworks that may exist to help guide the response and remediation of potential instances or suspected instances of modern slavery practices should they arise in our operations and/or supply chains.

This Statement is made on behalf of the NRW Group for the financial year ending 30 June 2022.



Jules Pemberton

CEO & Managing Director, NRW Holdings

Date: 13 December 2022



ATTACHMENT 1

Below is a list of the resources we consult when assessing, managing and reporting on modern slavery risks within our operations and supply chains.

We share these resources here because we believe collaboration is key to building the necessary internal and external capabilities required to identify and manage modern slavery risks that may impact Australian entities across all industry sectors.

- The UN Guiding Principles, recognised as the global standard for preventing and addressing business-related human rights harm
- The 'Human Rights Due Diligence Framework', produced by the Ethical Trading Initiative
- The 'Investor Toolkit: Human Rights with a Focus on Supply Chains', produced by the Responsible Investment Association Australasia
- The 'Modern Slavery Risks, Rights & Responsibilities: A Guide for Companies and Investors', commissioned by the Australian Council of Superannuation Investors
- The 'Toolkit on Modern Slavery – What Business Needs to Know', produced by the Walk Free Foundation (now Minderoo Foundation) and the University of Nottingham
- 'Addressing Modern Slavery – A Guide for Australian Businesses', published by the Australian Red Cross
- Material published by:
 - Anti-Slavery Australia;
 - Informed 365;
 - Practical Law;
 - Minter Ellison;
 - Norton Rose Fulbright; and
 - the Supply Chain Sustainability School of Australia.

