



Modern Slavery Statement

1 Combatting Modern Slavery

This Statement is submitted on behalf of Mills Oakley Lawyers under section 13 of the *Modern Slavery Act 2018 (Cth)* (**MSA**) to cover our first reporting period of 1 July 2019 – 30 June 2020.

Modern Slavery practices are violations of human rights and serious crimes. The United Nations has estimated that there are more than 40 million victims of Modern Slavery worldwide. With 62% of these victims being exploited in the Asia-Pacific region,¹ Australian markets have a close proximity to Modern Slavery practices both geographically and within the many supply chains of big businesses.

We believe Australian businesses have an obligation to respect, protect and fulfil human rights and fundamental freedoms. This includes identifying, assessing and addressing the risks of Modern Slavery in an entity's operations and supply chains to ensure Australian goods and services are not tainted by Modern Slavery.

Mills Oakley has a proud tradition of assisting vulnerable members of the community to protect their rights. For many years, up to and including the subject reporting period, we partnered with Australia's leading humanitarian law firm to provide pro bono services to disadvantaged individuals. Mills Oakley Lawyers has every desire to maintain responsible, transparent operations and supply chains and to ensure that we do not cause, contribute to or become directly linked to any instances of Modern Slavery.

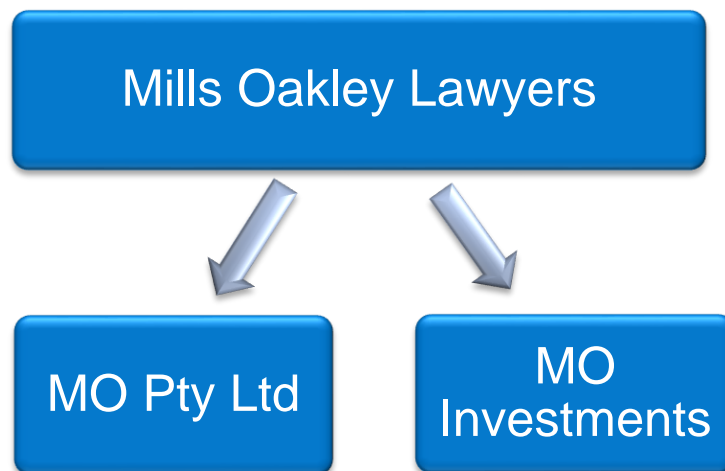
2 Identification, Structure, Operations and Supply Chains

Mills Oakley Lawyers (ABN 51 493 069 734) (**Mills Oakley**) is a partnership, with our registered office at Level 6, 530 Collins Street Melbourne, Victoria. Mills Oakley is a full service, national commercial law firm providing legal services to our clients. We have been trading for 156 years and have an innovation and client focus. We have offices in Melbourne, Sydney, Brisbane, Canberra and Perth. We are resourced by over 100 partners and we employ over 700 staff.

Mills Oakley also fully owns Mills Oakley Investments Pty Ltd (**MO Investments**) and Mills Oakley Lawyers Pty Ltd (**MO Pty Ltd**). MO Investments operations consist entirely of holding our investments. MO Pty Ltd manages the business affairs of the company but does not hold any assets. Neither of these entities employ staff.

Neither MO Investments nor MO Pty Ltd are reporting entities under the MSA, but both are entities that Mills Oakley owns or controls.

¹ Global Slavery Index Findings – Asia Pacific Region



Approximately 8% of Mills Oakley's workforce is made up of sub-contractors or consultants. We employ seasonal clerks which make up 0.4% of our workforce. The only seasonal workers that we employ are our seasonal clerks. Approximately 8.5% of our workforce are on casual employment contracts. Of our entire workforce, only 3 staff members are from overseas, working in an arrangement where their visa ties them to the business. We do not hold any original copies of our employees identification documents. All workers recruited from overseas are paid in accordance with Australian laws regarding awards and wages. Neither MO Investments nor MO Pty Ltd employ staff.

Tier 1 of our supply chain is made up of approximately 200 suppliers. These suppliers provide goods and services to Mills Oakley, MO Investments and MO Pty Ltd (**the MO entities**). Mills Oakley acknowledges that our supply chain extends beyond those that we have direct contractual relationships with. Our tier 1 suppliers include search provider services; information and technology hardware and software; furniture and fit-outs; archiving services; insurance; recruitment services; stationary; consultancy services; postage and printing services; telecommunications; transport and travel services; food and groceries; security services; cleaning and maintenance services; barrister and legal services; marketing and advertisements. MO Investments holds only a small number of investments in Australian start-up companies.

There are approximately 22 suppliers in our tier 1 list that we are still in the process of confirming the geographic location for. Of the remaining suppliers, all are located in Australia. For our major suppliers we have a scheduled service delivery meeting ordinarily on an annual basis.

3 Risks of Modern Slavery

Mills Oakley is aware that because of the prevalence of Modern Slavery, in particular in the Asia-Pacific region, every entity has risks of Modern Slavery in its operations and supply chains.

Mills Oakley acknowledges that understanding where the risks of Modern Slavery are in our operations and supply chains is a crucial step towards taking effective and accurate action in response to those risks. We have carefully considered the United Nation's Guiding Principles on Business and Human Rights so as to gain a deeper appreciation of how an entity like ours can cause, contribute to, or become directly linked to Modern Slavery.

Our operations primarily involve the provision of legal services and therefore we consider them to be lower risk. Lawyers are subject to stringent rules around ethics and conduct and furthermore our industry is closely regulated. We consider that this lowers the risk of Modern Slavery practices within our operations. We have only 5 premises on which our employees work and all employees are contracted to work regular business hours. This allows greater visibility over our workforce and the safety of our employees. Amongst other practice areas, Mills Oakley provides expert advice in the areas of workplace relations, employment, safety and Modern Slavery and are acutely aware of the laws, regulations and best practices in this area. We apply the same expertise that our clients receive to our own operations and in dealings with our own employees. We consider the application of this knowledge to our own operations to further decrease the risks of Modern Slavery occurring within same.

Given our structure as a national partnership, we operate in a decentralised procurement model which means that processes, relationships and timeframes involved in procurements can vary. We understand this dispersal of oversight may increase the risk of Modern Slavery. However, while oversight is decentralised, we do conduct scheduled service delivery meetings with our contracted suppliers and carefully monitor performance and any issues arising from these relationships. Most of our contracts are longer-term stable contracts and due to the lengths of the contracts and the nature of our operations we don't often place particularly short delivery timeframes on our suppliers.

Tier 1 of the MO Entities' supply chain is made up of approximately 200 suppliers which for entities of our size we consider to be a relatively small cohort. As such, our visibility over these suppliers is increased and the risk of Modern Slavery is reduced somewhat. We note also that the contents of our tier 1 supply chain are not overly diverse. Many of our 200 direct suppliers provide the exact same types of goods and services to Mills Oakley being solely those items necessary for the provision of professional services. Though we understand the risk with each supplier is unique, we believe having a smaller range of goods and services is helpful in increasing our visibility over potential risks to an extent.

We have identified the following suppliers as posing a higher risk of Modern Slavery, due to the particular category of goods or services that they supply: information and technology, office fit-outs, recruitment, stationary, cab services, milk suppliers, coffee suppliers, catering services, security services and maintenance services.

There are approximately 22 suppliers in our tier 1 list that we are still in the process of confirming the geographic location for. We acknowledge that lack of visibility is a high risk itself. As such, until such time as we can conclusively confirm the location of these 22 suppliers, we will consider them to be higher risk. Of the remaining suppliers, all are located in Australia aside and as such all considered to be low risk. Of the 22 suppliers that we are yet to place, 5 of them supply higher risk goods or services. We consider this focus group to be our focus group as a result of our risk assessment.

Mills Oakley acknowledges that our supply chain extends beyond those that we have direct contractual relationships with. We also understand that our risk assessment may drastically change as we peer deeper into our supply chains. We undertake to further understand the subsequent layers of our supply chains in future reporting periods.

Mills Oakley is not aware of any actual incidents of Modern Slavery cases that it has caused, contributed to or been directly linked to. We are aware that fully understanding our position in this regard is a complex

and challenging exercise and we endeavour to continue to search for more risks and information to further assure ourselves of this position. We are fully aware that absence of evidence is not always evidence of absence.

Mills Oakley acknowledges the impact that the COVID-19 Pandemic has had on Modern Slavery risks. We have carefully considered how the pandemic may have increased the vulnerability of workers in our operations and supply chains. For example, we know the production of rubber gloves and other PPE have been linked to the use of Modern Slavery practices. Whilst we have been able to utilise work from home and other avenues in our COVID-19 response and have not required large quantities of PPE in our operations, we understand that our cleaners and other suppliers that we work with have had to increase their usage of same. We know that the sudden, unprecedented changes have likely placed great pressure on a number of businesses and that any such pressures may expose vulnerable workers to exploitation. We understand that the uncertainty and affects of the pandemic are ongoing.

4 Actions to Assess and Address Risks

Mills Oakley is making a concerted effort to identify, prevent, mitigate and account for how it addresses Modern Slavery risks. Our desire is to take meaningful action in this space and as such we have adopted a continuous improvement approach and will ensure that the quantity of action taken does not become priority over the quality of action at any point in time. This approach is consistent with the United Nation's Guiding Principles on Business and Human Rights.

Our Operations

Lawyers are subject to stringent rules around ethics and conduct, and furthermore, our profession is closely regulated. We also comply with all Australian workplace laws including the *Fair Work Act 2009* (Cth) with the guidance of our workplace relations, employment and safety specialists and experts. All of our employees are provided with employment contracts detailing the conditions of their employment and their various rights and obligations.

Policies and Procedures

Mills Oakley has created a specific Modern Slavery Policy (the **Policy**) which will be applicable to all staff and outlines the firm's commitment to detect, assess, address and report on the risks of slavery or human trafficking within the Firm's operations and supply chains. We understand that staff play a key role in our due diligence. This Policy details to staff the various pieces of legislation and guiding material that the firm expects all staff to comply with including:

- (a) *Fair Work Act 2009* (Cth);
- (b) *Modern Slavery Act 2018* (Cth);
- (c) *Modern Slavery Act 2018* (NSW);
- (d) *Australian Criminal Code Act 1995* (Cth), specifically, Division 270 or 271 of the Criminal Code, extending to conduct in and outside of Australia;
- (e) Guiding Principles on Business and Human Rights: Implementing the United Nations 'Protect, Respect and Remedy' Framework;
- (f) Protocol to Prevent, Suppress and Punish Trafficking in Persons, Especially Women and Children; and

- (g) ILO Convention (No. 182) concerning the Prohibition and Immediate Action for the Elimination of the Worst Forms of Child Labour.

The Policy educates our staff on the definition of Modern Slavery and highlights areas within our operations and supply chains that may be higher risk. The Policy details to staff what our risk assessment and due diligence processes are in this area. Finally, from a remedial perspective we advise staff that any staff member who breaches the Policy by engaging in or conspiring to engage in any Modern Slavery conduct may face disciplinary action, that the Firm may terminate relationships with individuals or organisations upon a breach and that referral action to proper authorities will be taken in cases involving breaches of the criminal law. We are currently in the process of finalising this policy for roll out by the cessation of our second reporting period.

Mills Oakley understands that Modern Slavery includes only the most severe forms of exploitation. However, we also know that the existence of substandard workplace conditions can be a precursor of Modern Slavery. We have in place the following policies that we believe ensure our operations are aligned with our legal and ethical workplace requirements: Anti Bribery & Corruption Policy, Code of Conduct, Conflict Management Policy, Diversity Policy, Drug and Alcohol Policy, Fatigue Policy, Flexible Working Policy, Grievance Resolution Policy, Leave Policy, Parental Leave Policy, Recruitment Referral Policy, Risk Management Policy, Whistleblower Policy, Workplace Behaviour Policy and Workplace Health & Safety Policy.

Training

We are currently working with an external training provider to create a training module for all staff in relation to Modern Slavery. This will be in the form of an online course to help staff understand what Modern Slavery is, the impacts of Modern Slavery in present day society, what it means to have transparency in our supply chain, the MSA, and our reporting obligations. The module is due to be rolled out by May 2021. We will look to require staff to complete this training on an ongoing periodic basis.

Reporting

Mills Oakley acknowledges that the nature of Modern Slavery means that many victims and surrounding individuals are unable to draw attention to their circumstances for fear of negative consequences.

Mills Oakley has a detailed Whistleblower Policy which clearly sets out the circumstances around protected disclosures and encourages the reporting of matters that may cause harm to individuals. This policy ensures the protection of the identity of a Whistleblower and protects Whistleblowers against detrimental conduct. This allows individuals the freedom to raise reports of Modern Slavery without fear of retribution in circumstances that meet the terms of the policy. Having retribution-free reporting avenues is a key element of accurate due diligence in this area and will ensure we have greater visibility over our risks.

Supply Chain Mapping

Mills Oakley understands that supply chain mapping involves examining *risks to people* and is a key part of due diligence in this area. We understand this involves setting aside our own legal, reputational and commercial risks to enable us to focus primarily on risks to people as per the United Nation's Guiding Principles on Business and Human Rights.

We have collated a list of the MO Entities' tier 1 suppliers and have reviewed the list in order to create a breakdown of each supplier on the basis of the geographic location of a supplier, as well as the category

of goods or services relevant to a supplier. We are conscious that our tier 1 suppliers are just one part of the picture of our supply chain, and we undertake to peer deeper into our supply chains in future reporting periods, acknowledging that our risk assessments may alter considerably as we do so.

There is no automatic correlation or causal link between an entity's spend and the actual risk of Modern Slavery occurring in a particular supplier's operations and supply chains. As such, we have not focussed solely on our high spend suppliers initially, opting instead to commence mapping with known risk indicators in this area.

Utilising existing resources such as the Global Slavery Index, the 2016 US Department of Labour report, the 2018 US Department of Labour report and the Commonwealth Modern Slavery Act – Guidance for reporting entities amongst others, we have identified higher risk suppliers on the basis of geographic location and category of goods or services. The suppliers identified as potentially posing a higher risk of Modern Slavery include those in the areas of information and technology, office fit-outs, recruitment, stationary, cab services, milk suppliers, coffee suppliers, catering services, security services and maintenance services.

We then examined the geographic location of our suppliers. There are approximately 22 suppliers in our tier 1 list that we are still in the process of confirming the geographic location for. We acknowledge that lack of visibility is a high risk itself. As such, until such time as we can conclusively confirm the location of these 22 suppliers we will consider them to be higher risk. Of the remaining suppliers, all are located in Australia aside which is considered to be a low risk location.

We then produced a list of 5 suppliers that ranked as potentially higher risk in both categories (the **focus group**).

At this stage, we needed to consider what action to take in relation to this focus group, and how to triage the list. Mills Oakley understands that the greater the spend on a particular supplier, the greater our leverage to create positive change with that supplier. On that basis, we have decided to approach the focus group on a spend basis when considering which risks to respond to first.

In relation to the focus group we have also considered whether we have any indication of how each risk would manifest if it was found to be an actual incident of Modern Slavery. Our focus would then be on the human rights impacts that would have the gravest impact, affect the greatest number of people, or a delayed response may affect remediability. At the moment, given we are only aware of risks rather than any actual incidents, we are unable to prioritise on this basis. We have every intention of factoring in severity and irremediability into our due diligence once we have the requisite information to allow this to be done.

We understand that those suppliers that are not within the focus group cannot be placed aside permanently. We intend to work our way through our full supply chain in the reporting periods to come, ensuring that we do so in a meaningful way which will require greater timeframes.

Mills Oakley also acknowledges that risks in this area are fluid and can change over time as we obtain greater visibility over our supply chain, as our suppliers and supply chain changes, and as the world and the occurrence of Modern Slavery alters and shifts. We have every intention of keeping our approach adaptable and responsive to these changes.

Suppliers

Mills Oakley has created a specific Supplier Code of Conduct (the **Code**) centred around Modern Slavery issues. Once this is rolled out, it will apply to all of our direct suppliers and will assist greatly both in due diligence around our suppliers and in our remedial powers in the event that actual instances of Modern Slavery are ever discovered. The Code also provides that we expect our suppliers to have their own suppliers adopt the commitments in the Code.

The Code clearly articulates the standards of practice we expect of our suppliers and details our commitment to combatting Modern Slavery. Mills Oakley wants to partner with suppliers who are willing to join us in strengthening our response to Modern Slavery, who are committed to high standards of transparency and ethical conduct, and who support other suppliers in promoting corporate social and environmental responsibility.

The Code requires compliance with the following:

- (a) *Fair Work Act 2009 (Cth)*;
- (b) *Modern Slavery Act 2018 (Cth)*;
- (c) *Modern Slavery Act 2018 (NSW)*;
- (d) *Australian Criminal Code Act 1995 (Cth)*, specifically, Division 270 or 271 of the Criminal Code, extending to conduct in and outside of Australia;
- (e) Guiding Principles on Business and Human Rights: Implementing the United Nations 'Protect, Respect and Remedy' Framework;
- (f) Protocol to Prevent, Suppress and Punish Trafficking in Persons, Especially Women and Children; and
- (g) ILO Convention (No. 182) concerning the Prohibition and Immediate Action for the Elimination of the Worst Forms of Child Labour.

We require our suppliers not to do or omit to do anything that will cause us to breach any of the above laws and instruments. The Code educates suppliers on the definition of Modern Slavery, as well as detailing several relevant human rights and human rights related instruments and requires that suppliers uphold and comply with same. The Code details our expectations of suppliers in relation to their own risk assessments and due diligence processes. Under the Code, Mills Oakley has the right to audit our suppliers in a number of in-depth ways, and the Code requires our suppliers' full cooperation with any such processes or requests. We also require our suppliers not to take any adverse action against staff or third parties as a result of their disclosure of information under the Code. Suppliers are informed that referral action to proper authorities will be taken in cases involving breaches of the criminal law.

Our contracts with suppliers contain clauses relating to compliance with local laws. We have drafted precedent contract clauses that speak more specifically to Modern Slavery to add contractual weight to our supplier code of conduct. We will seek to negotiate with various suppliers for the inclusion of same in our agreements in reporting periods ahead. We currently monitor the performance of our suppliers carefully and ordinarily engage in annual review sessions with suppliers to examine any issues with the relationship and dealings.

We have also drafted a detailed supplier questionnaire aimed specifically at assisting Mills Oakley in identifying and assessing the risks of Modern Slavery within our supply chain. The questionnaire is

currently over 40 questions long and is reserved for particularly high risks identified as it is quite robust. We endeavour to work with our focus group to assist them in filling out the questionnaire.

COVID-19

Mills Oakley has taken great care to monitor the health and wellbeing of our staff during the pandemic. We have provided frequent communications with staff regarding support services available including our free employee assistance provider lines. We have also asked staff to participate in a number of anonymous surveys in order to effectively identify any issues that need to be addressed.

In relation to our supply chain, Mills Oakley has been able to function productively throughout the pandemic and as such we have not needed to alter our agreements and arrangements with suppliers in any great way that would place new or unprecedented pressures on those suppliers.

5 Assessing the Effectiveness of our Actions

Mills Oakley knows that risks in this area are fluid and can change over time as we obtain greater visibility over our supply chain, as our suppliers and supply chain changes, and as the world and the occurrence of Modern Slavery alters and shifts. Furthermore, we need to be sure that the steps we are taking in this area are actually creating positive change.

As such, we are in the midst of establishing a process through which to regularly review our policies and processes in this area. We have undertaken to continue to further our supply chain mapping as we work through our focus group suppliers and are certain there will be learnings that come out of our engagement with that cohort, that inform future approaches to such examinations. As stated, we conduct regular reviews with our suppliers already and we will have modern-slavery related discussions as part of these reviews in the future.

We are ensuring that staff are aware of avenues through which they can direct questions and feedback regarding Modern Slavery, and also how to report suspicions of Modern Slavery, as detailed above. The contents of both will be reviewed by our in-house Modern Slavery experts.

6 Consultation

As above, this statement is provided on behalf of Mills Oakley Lawyers, which owns MO Investments and MO Pty Ltd. The MO entities share the same Board, executive teams, and employees. The MO entities adopt the same policies and processes and as above share the same supply chain. This statement was created through collaboration with the following key areas of our business: Human Resources, Information and Technology, Finance and Modern Slavery Specialists. Consultation occurred with the following senior personnel: our Chief Human Resources Officer, our Chief Financial Officer, our Chief Information Officer, our Modern Slavery Partner, our Learning and Development Team Leader and our National Practice Manager.

7 From our Governing Body

Mills Oakley Lawyers makes this Statement in accordance with section 13 of the *Modern Slavery Act* 2018 (Cth). Mills Oakley Lawyers considers that its Governing Board is its principal governing body for

the purpose of the *Modern Slavery Act* 2018 (Cth). This Modern Slavery Statement was considered and approved of by the Governing Board of Mills Oakley Lawyers on 26 March 2021.

A handwritten signature in blue ink, appearing to read 'John Nerurker', with a stylized initial 'J' and a long horizontal stroke extending to the right.

John Nerurker
Chief Executive Officer
Responsible Member of Mills Oakley Lawyers' Principal Governing Body