

Coates

Equipped for anything

Modern Slavery Statement 2023

Coates Group Holdings Pty Limited

ACN: 126 069 341



Introduction

Coates Group Holdings Pty Limited (**Coates Group**) has a vision to be the market leader in safe, smart and sustainable equipment solutions, and is committed to the eradication of all forms of Modern Slavery from its operations and supply chains.

This is embodied in Coates Group's values to Care Deeply, Be our Best, be Customer Focused and One Team, which guide the way the Coates Group works, how and which suppliers are engaged and ultimately deliver the best possible customer experience.

Coates Group's policies, procedures, documentation, risk-based monitoring practices and continuous improvement processes are designed with the safety and wellbeing of its people, customers and communities at their heart.

Structure, operations and supply chains

In line with Mandatory Criteria One and Two of the *Modern Slavery Act (Cth) 2018 (Cth)* ("**Modern Slavery Act**"), this section will identify the reporting entity, describe its structure, operations and its supply chain.

Reporting entity

This statement is made pursuant to section 13 of the Modern Slavery Act in relation to the operations and supply chains of the subsidiaries of the reporting entity Coates Group Holdings Pty Limited ACN 126 069 341 for the period 1 July 2022 to 30 June 2023.



Company Structure



The Coates Group is a wholly owned subsidiary of Seven Group Holdings Limited ACN 142 003 469 (**SGH**). Due to the Coates Group and SGH operating in different industries and having different supply chains, the entities have elected to submit separate statements.

Coates Group's subsidiary, Coates Hire Operations Pty Limited (**Coates**), is Australia's leading equipment hire and solutions provider, operating across a range of markets including engineering, mining and resources, infrastructure, manufacturing, construction, agriculture, and major events.

Coates Group has two companies that provide equipment hire solutions - Coates and PT Coates Indonesia Hire Indonesia (**PT Coates**) – that operate throughout Australia and Indonesia respectively. Whilst there are other companies that fall within the Coates Group, these companies do not operate businesses nor have supply chains, and therefore, have not been referred to in this Statement.

Coates and PT Coates were both actively engaged in consultation during the reporting period, and this submission reflects the state of all entities in the Coates Group.



Operations



Coates Group has operations across more than 145 branches in Australia, with PT Coates operating 5 branches in Indonesia.

For over 138 years, the Coates Group has provided Australia's largest fleet of smart, sustainable rental equipment, with approximately 2,000 highly skilled employees to support end-to-end Industrial and Engineering solutions for its 19,000 customers who are building Australia. Services include:

- Temporary works
- Traffic management
- Water management
- Industrial shutdowns
- Maintenance
- Training services and events

Supply Chain

The Coates Group is committed to minimising the risk of Modern Slavery practices in its supply chain and to ensure compliance with the Modern Slavery Act

Coates Group's purchases come from low risk, tier one suppliers encompassing thousands of products and services. Bar few exceptions, suppliers are Australian-based and offer products and services such as:

- Industrial equipment, parts, and consumables
- Equipment maintenance services
- IT products and services
- Financial services
- Marketing services
- Legal services
- Business services and supplies
- Facilities management
- Labour
- Freight and logistics
- Energy; and
- Equipment hire

Because of this wide range of products and services purchased, Coates Group's supplier base is made up of approximately 3,700 companies. About 60% of Coates Group's suppliers by spend manufacture products overseas, with most equipment built in China, Germany, Canada, France and recently India.

Some products purchased, such as uniforms and personal protective equipment, come from Bangladesh and India. IT hardware, telephony assets and other technology purchases from Australian suppliers are sourced from China.

Services that are procured internationally relate to the information technology and professional services industries.

Risk of Modern Slavery Practices in Coates Operations and Supply Chains

To respond to Mandatory Criterion Three of the *Modern Slavery Act*, this section describes the risks of Modern Slavery practices in the Group's operations and supply chains.

Risk of Modern Slavery practices in Coates' Operations

Based on its hiring and human resources practices, the Coates Group has found a negligible risk of Modern Slavery in its labour hire.

Coates Group is committed to upholding the UN Guiding Principles on Business and Human Rights in its operations. Coates Group has approximately 2,000 employees with branches in over 145 metropolitan, regional and remote locations across Australian.

The Coates Group complies with all applicable employment laws where it has operations. Its policies and practices around Human Rights, Equal Employment Opportunity, Discrimination, Harassment and Bullying, Grievances, Psychosocial Health as well as the Employee Code of Conduct have all been developed to promote a safe and positive work environment. Coates Group encourages employees, contractors, suppliers and external parties to report policy and legislation breaches through its Whistle-Blower policy. This includes, but is not limited, to Modern Slavery practices.

In the four years since Coates Group started preparing Modern Slavery Statements, no valid concerns regarding Modern Slavery have been raised through any of these channels relating to the Coates Group's Operations or supply chains.

Risk of Modern Slavery in the Coates Group's Supply Chain

Owing to ongoing monitoring efforts and assessments of its supplier's networks, along with continuously reviewed contractual terms, onboarding processes and remediation activities, Coates Group believes the risk of Modern Slavery in its overall direct supply chain to be low.

Country and Commodity-specific Risks

In 2022, Coates Group adopted guidelines to address for sensitive commodities and manufacturing locations. This allows for more tailored, risk-based supply network monitoring.

Equipment sourcing represents the bulk of product purchases for the Coates Group. With a growing number of high-quality manufacturers emerging in China, Coates Group explored whether machines manufactured in certain locations in China have a higher risk of forced labour. The risk-based deep dive conducted for the Actions Taken section of this Statement found that equipment purchased by the Coates Group is produced in provinces with reduced risk of Modern Slavery (Shanghai, Zhejiang, Guangdong and Jiangsu) by organisations with sound policies and firm commitments to the eradication of Modern Slavery. The deep dive survey for the 2023 statement found no Modern Slavery practices in the equipment procurement of Coates Group's supply networks.

Textile products such as uniforms and personal protective equipment manufactured in Bangladesh, India and – to a minimal extent – Vietnam and Indonesia, were initially assessed as higher risk. Coates Group performed a deeper

analysis of its Australian-owned uniform supplier operating at these locations in 2023 and found this supplier to be low risk for Modern Slavery practices, as outlined in the Actions Taken section of this Statement.

Other commodities, such as IT hardware and solar panels, are not part of Coates Group's direct supply chain but are acquired through third party distributors. Nonetheless, Coates Group has reviewed the policies and Modern Slavery statements of the distributors, as well as performing adverse media monitoring on those Tier Two and Three suppliers. There was no evidence of Modern Slavery uncovered, however risks remain higher than for other commodities in the IT and solar panel space. Coates Group will continue to monitor these areas carefully.

Actions Taken to assess and address Modern Slavery Risks taken as part of the FY2023 submission

In compliance with Mandatory Criterion Four to describe the actions taken by the reporting entity to assess and address Modern Slavery risks, including due diligence and remediation processes, this section will cover ongoing governance, supplier agreements, supply chain monitoring activities in the reporting period and remediation actions taken where necessary.

Policy, Onboarding and Contractual

To offer products or services to the Coates Group, suppliers must ensure labour practices in their operations and those upstream in their Tier One supply chains are devoid of Modern Slavery and have a commitment to its identification and eradication. Coates Group's Procurement and Purchasing policy, its supplier onboarding documentation as well as its procedures, its contractual and Purchase Order terms, supply network monitoring and other processes are designed to prevent the unintended engagement of suppliers with elevated Modern Slavery Risks.

Internally, Coates Group's Employee Code of Conduct and associated training, along with the Coates Human Rights Statement, tender response documentation and Whistle-blower Policy outline how all employees should approach communities, suppliers as well as potential incidences of Modern Slavery.

Supply Network Monitoring

Coates Group strives to improve its supply chain monitoring year on year, aiming to increase the depth and quality of risk-based supplier checks. For the FY 23 submission, and in line with commitments from the previous statement, the Coates Group conducted a deep dive into 20 of its top suppliers where it was determined that there were elevated country and/or commodity-based Modern Slavery risks.

The process involved one-on-one, 45-minute virtual meetings with Sustainability, Supply Chain, Manufacturing and/or Procurement staff of these suppliers who had firsthand knowledge of supply chain, recruitment, labour and manufacturing practices. The goal was to understand audit processes for compliance with Modern Slavery standards as well as their associated policies and processes.

Meetings were digitally transcribed, and responses collated into an internal report. None of these suppliers had found instances of Modern Slavery in their networks in the previous ten years, as demonstrated by physical inspections of manufacturing sites for two thirds of suppliers interviewed. The remaining 33% of suppliers interviewed were aiming to implement physical inspections soon.

Other findings showed that all suppliers in the sample understand the concept of Modern Slavery, are committed to its eradication from their supply chains and had or were in the process of publishing their Modern Slavery policies and processes.

Remediation actions

Two specific examples of Coates Group assessing suppliers that arose during FY23 are outlined below, with no change to the overall status of the Coates Group's supply network risk. That is, no instances of Modern Slavery were identified.

The Coates Group assessed a Tier Three supplier manufacturing solar panels in China that were being installed at selected Coates Australia sites through an Australian renewable energy company. The Coates Group also reviewed allegations of a Tier Two supplier manufacturing equipment parts in China in an area flagged with a higher risk rating for potential Modern Slavery practices.

During its investigations, Coates Group did not find any evidence of either supplier engaging in Modern Slavery practices.

Coates Group will continue to monitor these commodities, locations and suppliers for any change in the risk profile.

Effectiveness of Processes

To comply with Mandatory Criterion Five: Describe how the reporting entity assesses the effectiveness of actions being taken to assess and address Modern Slavery risks, this section covers the year on year review of results, changes to risk profiles and remediation actions taken where needed to ensure continuous improvement and that Coates Group supply network monitoring remains effective.

The SGH entities (WesTrac, Coates, Boral, Beach Energy, Seven West Media, AllightSykes, and Energy Power Systems Australia) (SGH Group) Audit & Risk Committees have responsibility for overseeing the SGH Group's response to Modern Slavery risks. In FY22, the SGH Group published its first Modern Slavery Policy, formalising the below framework to address Modern Slavery risk:

- Governance – review of risk management framework and key policies in line with the group policy framework, vision, strategy and values.
- Risk assessment – consideration of key risk areas and classification to allow higher risk areas to be targeted and mitigated.
- Process – embedding Modern Slavery considerations into supplier negotiations and agreements when procuring goods and services and stakeholder engagement.
- Training – education and training of employees to raise awareness on Modern Slavery and mechanisms for reporting or escalating any grievances (e.g. whistle-blower options).
- Monitoring, reporting and continuous improvement – escalation of any areas of concern through to SGH Group Executives and/or the Board as required. Assessing the effectiveness of processes to identify and minimise the risk of Modern Slavery.
- Improving on current practices and sharing of best-practice ideas across the SGH Group. The SGH Group's Modern Slavery Policy is supported by a robust governing framework, outlined in the 2022 Corporate Governance Statement.

Effectiveness of Modern Slavery processes at each of the SGH Group's majority owned businesses are continuously monitored and reviewed by their respective governance processes. Deficiencies or improvements are addressed as they arise, and opportunities for continuous improvement are identified and executed.

Westrac, Beach Energy and AllightSykes and Coates have formed a Modern Slavery working group which meets quarterly to share insights, data and best practice in an effort to continuously improve the effectiveness of the different companies' supply network monitoring practices. This and other industry exchanges result in Coates Group being able to measure the effectiveness of its Modern Slavery policies and processes through measures including supply chain monitoring, escalation and resolution of issues to the Board.

The Coates Group consulted with Coates and PT Coates in preparing this Statement and tackling Modern Slavery. The Australian and Indonesian teams held several workshops to identify local suppliers, translate collateral, issue materials, coordinate feedback, collate and translate responses. Post-consultation, findings were reported in the 2022 Statement. No suppliers – either in Australia or Indonesia – declared any issues relating to Modern Slavery.

Board Approval

This statement has been approved by
the Coates Group's Board of Directors.

Murray Vitlich

A handwritten signature in black ink, appearing to read 'Murray Vitlich', with a horizontal line underneath.

Director
December 2023

Appendix

Diversity and Inclusion Policy

Release Date	18 March 2022
Completed by	People and Safety
Policy Number	HR-POL-008
Document Version	V.2

1. Purpose

This policy seeks to promote and uphold the principles and benefits of a diverse and inclusive workplace, in line with Coates values of One Team and Be our Best, and to provide expectations for how our workplaces should operate for the benefit of all people at Coates.

2. Scope

The Coates Diversity & Inclusion (D&I) Policy applies to all employees, contractors and visitors and ensures all employees and contractors are provided a safe, productive and inclusive work environment that models and champions a diverse and inclusive culture. Coates recognise the value in a diverse workforce and its impact on improving business performance and is committed to fostering a culture that supports all individuals, regardless of differences.

3. Definitions

- Diversity refers to the visible and invisible differences that exist between individuals such as race, ethnicity, gender, gender identity, sexual orientation, socio-economic status, age, marital status, family responsibility, physical abilities, religious beliefs, political beliefs, or other ideologies.
- Inclusion refers to having a culture where all people feel welcome and able to contribute regardless of their varying experiences, views and backgrounds and the practice of ensuring all individuals having access to equal opportunities (training, promotion, etc) within their employment without any barriers due to their non-competency or merit based differences.
- Equal Employment Opportunity (EEO) refers to all individuals having equal access to employment and development opportunities based on merit, and without fear of discrimination and harassment.

- Individuals/ team members refers to all Coates employees and contractors.
- Leaders means any Coates employee with direct report/s.

4. Policy

A diverse and inclusive culture ensures that Coates recruits, retains and develops a high-performing workforce. It promotes creativity in the way we work, increases performance and innovation, and encourages diversity of thinking across our teams, bringing in different perspectives and experiences, to deliver improved business performance.

To create a diverse and inclusive workforce, Coates will:

- Ensure employees, especially leaders, understand how improved diversity and inclusion is directly related to improved business performance as well as overall employee retention, engagement and satisfaction;
- Work to have a skilled and capable workforce that reflects the diversity of our customers and communities;
- Provide appropriate communication and training to continue building understanding, advocacy and awareness across our teams and individuals of behavioural and legal requirements that promote diversity and inclusion;
- Expect its leaders to ensure behavioural standards are in line with Coates values and policies and will address issues where employee or customer behaviour is not acceptable;
- Fulfil our legal and corporate obligations with respect to Diversity, Inclusion and Equal Employment Opportunity and hold all individuals accountable to abiding by the various policies and legislation set out in this and other policies, and ensure appropriate action is taken should breaches occur;
- Establish measurable objectives and targets in the organisation's strategy around improved diversity and inclusion;
- Reflect the community it serves by ensuring it supports the development of women in non-traditional and leadership roles and drive Aboriginal and Torres Strait islander representation across the company through recruitment and partnership initiatives;
- Conduct regular reviews on gender pay equity and take action to address gaps;
- Acknowledge and celebrate appropriate inclusion and diversity initiatives to ensure company-wide exposure and advocacy;
- Provide a flexible working environment, in line with the Coates Flexibility Policy, to improve the attraction and retention of diverse candidate groups and allow individuals to better balance their work and personal commitments;
- Maintain reporting on workforce analytics to ensure visibility and awareness of progress, issues, trends and achievements;
- Review and maintain policies to ensure alignment with a culture that champions diversity and inclusion and ensures legislative compliance as a minimum.

4. Implementing D&I

Role of Coates Board and ELT

Creating and maintaining a diverse and inclusive working environment is a key responsibility of the Coates Executive Leadership Team (ELT) with the express support and commitment of the Coates Board of Directors. Regularly reporting of progress on D&I initiatives, objectives and targets will be made to the ELT (at least quarterly) and to the Board (at least annually) via the Remuneration Committee. The Board and/or ELT may seek additional reports/reviews in efforts to support continued improvement and will provide appropriate resources to meet agreed objectives.

D&I Strategy and Action Plan

The People & Safety Team will be responsible for drafting and maintaining a D&I Strategy to set the overall vision and goals for Coates with an associated Action Plan to deliver on the agreed goals over time. Employees from across the Company will be consulted and involved in the formulation and implementation of this Strategy and Action Plans through channels such as Coates People Committee, special Working Groups and other suitable forums. The D&I Strategy and Action Plan, once approved by ELT, will be communicated to all employees and tracked accordingly.

The intention is, over time, to address all key areas of diversity including gender, age, cultural/ethnicity, sexual orientation (LGBTIQ) and disability.

5. Related Documents

All Coates employees and contractors are bound by the following policies and the legislative framework that these policies seek to comply with. All Coates employees and contractors are accountable for understanding that these policies and legislation provide various rights and obligations for both employees and the Company. Coates will assist with this understanding through the provision of suitable training and guidelines, as necessary.

- Code of Conduct
- Human Rights Policy
- Discrimination, Bullying & Harassment Policy
- Grievance Resolution Policy
- Whistleblower Policy
- Coates Flexibility Policy

6. Document Control

6.1 Document Review

This policy is valid for 2 years from the release date unless superseded.

6.2 Related Documents

Document Name	Document Number
<i>Code of Conduct</i>	HR-POL-006
<i>Human Rights Statement</i>	HR-POL-018
<i>Discrimination, Bullying and Harassment Policy</i>	HR-POL-007
<i>Grievance Resolution Policy</i>	HR-POL-010
<i>Whistleblower Policy</i>	HR-POL-029
<i>Flexibility Policy</i>	HR-POL-037

6.3 Document History

This policy is valid for 2 years from the release date unless superseded.

Version	Date	Author	Approver	Reason
1	March 2018		Graham Beal EGM People	Creation of Policy
2	March 2022	Rowan Ezman, National OD Manager	Elise Manns, EGM P&S	Expanded to include Inclusion, more principles and governance

Grievance Resolution Policy

Release Date	28 March 2022
Completed by	People and Safety
Policy Number	HR-POL-010
Document Version	V.1

1. Purpose

Coates is committed to providing a safe and respectful work environment. The purpose of this Policy is to provide a comprehensive framework to raise and resolve workplace grievances in a fair and prompt manner. This Policy also sets out Coates' approach for investigations.

2. Scope

This Policy applies to all employees who have a contract of employment with Coates and to Contractors who work on Coates sites/offices representing Coates. In this Policy the word 'Employee(s)' refer to any person to whom this Policy applies.

Employees covered by an Enterprise Agreement should refer to the dispute resolution procedure clause contained in the Enterprise Agreement. The dispute resolution procedure contained in an Enterprise Agreement may not cover all types of grievances, if an employee is unsure whether their Agreement or this Policy apply, they should ask their supervisor or a People Partner.

In this Policy a grievance means a workplace issue, problem, or complaint. A grievance can relate to almost any aspect of employment, however, not all workplace issues are grievances as defined in this Policy, for concerns regarding performance and misconduct, refer to the Disciplinary Policy.

3. Policy Statements

This Grievance Resolution Policy provides a framework allowing for a fair and equitable treatment of all matters, and individuals involved. Procedural fairness, objective investigation, and when appropriate maintaining confidentiality, are key principles of this framework.

Matters raised via the Grievance Resolution Policy will be assessed on a case-by-case basis in consultation with the People & Safety team. Coates is committed to resolve matters in a timely manner and at the workplace level where possible.

Employees are required to follow each stage of the process through to resolution, escalating only as appropriate. If an Employee is uncomfortable about approaching their Line Manager with a grievance, they should contact the People & Safety team (via People Services or the People Partner for their area) for assistance. At any time during this process, the People Partners are available to provide advice to Employees or Managers.

Employees involved are entitled to have a support person present at any stage of the process, including during an investigation. The role of a support person is to provide support during meetings, the support person cannot speak on behalf of the involved person. In their role, the support person may request a break during the meeting if needed, observe that the meeting is conducted fairly and may take notes and ask questions about the process. A support person cannot be someone where there exists a conflict of interest or a health and safety concern. This includes being a witness to or having any personal interest in the outcome.

Employees raising a grievance will continue to fulfill the requirements of their employment contract unless they have a reasonable concern about an imminent risk to their health or safety. In this case, Coates may stand down one or more of the parties involved or, subject to any applicable legislation, temporarily assign them to another role or location.

Coates will not tolerate anyone being victimised for, or prevented from, using this Policy under any circumstances. Anyone found to have victimised an Employee for utilising this Policy faces disciplinary action up to, and including, termination of employment.

Employees are reminded that they can access confidential counselling services at any time by contacting the Employee Assistance Program (EAP).

3.1 Grievance Resolution Process

Under 3.1.1 and 3.1.2 'Line Manager' means the supervisor, line manager or person who has a reporting line delegation to an Employee who is raising a grievance.

3.1.1 Stage One – Informal Resolution

An Employee wanting to raise a grievance involving another person, or other persons, is encouraged to attempt to resolve it by informally discussing it with them as soon as possible, unless it would be inappropriate due to the nature of the matter. If the grievance is about a workplace concern that does not involve another person, the Employee should discuss the matter with their Line Manager and seek their guidance and support. Where deemed appropriate, meeting notes and actions should be captured on a File Note and saved to the Employee's file.

If the grievance is not resolved following stage one, or unable to be addressed in an informal manner due to its nature, an Employee can seek to resolve the matter by initiating the formal stages of the Grievance Resolution process.

3.1.2 Stage Two – Formal Resolution

An Employee wanting to raise a grievance formally is required to request a meeting with their Line Manager and specify that the meeting is requested under this Policy.

It is recommended that the Employee outline the details of their grievance to their Line Manager in writing prior to the meeting, this will assist in facilitating an efficient and timely resolution of the grievance.

At the meeting the Employee should explain:

- what their grievance is, providing as much details as possible,
- the impact it is having on them; and
- how they would like to see the issue being resolved.

The Line Manager will explore options for resolution and attempt to resolve the grievance with the Employee.

Meeting notes and actions should be captured on a file note and saved to the Employee's file. File notes will include any outcomes (if resolved) and agreed actions.

If a resolution cannot be identified at the meeting, the Line Manager will adjourn the meeting. The Line Manager may then seek further information, seek advice from a people partner and/or take some time to consider the available options.

Once a resolution has been identified, the Line Manager will meet with the Employee, ideally in person, to confirm the outcome and proposed approach, which may be a formal investigation into the grievance. The Line Manager must provide a summary of the discussion in writing by email using the Employee's Coates email address.

If the Line Manager cannot resolve the grievance to the Employee's satisfaction, the Employee must inform the Line Manager of the reasons why they are not satisfied and email them a request to escalate their grievance to stage 3.

3.1.3 Stage Three – Escalation

Under this section 'Leader' means the relevant Group Manager or, if the Group Manager was involved in Stage 2, the relevant member of the Executive Line Managership Team (ELT).

As soon as practicable after the conclusion of stage 2 the Line Manager will schedule a meeting between the Employee and the relevant Leader. The Line Manager will provide the Leader a copy of the email sent to the Employee confirming the outcome of their grievance and the proposed approach, as well as a copy of the Employee's response.

At the meeting, the Employee will explain:

- what their grievance is, providing as much details as possible,
- why the outcome and proposed approach are not satisfactory, and
- how they would like to see the issue being resolved.

Meeting notes and actions should be captured on a file note and saved to the Employee's file.

The Leader will consult with relevant stakeholders prior to finalising an outcome to the grievance. Stakeholders may include (but are not limited to):

- ELT member/s or Other Group Managers.
- People & Safety;
- Legal;
- Line Managers involved in Stage 2;
- Customer/s and/or external stakeholders;
- Any other relevant person or Department.

When the Leader has made a determination on the resolution of the grievance, they must inform the General Manager People and relevant ELT member (if they are not involved) of the proposed outcome and rationale.

The General Manager People, or ELT member, may make enquiries to satisfy themselves that the proposed outcome is reasonable. In some circumstances, the Chief Executive Officer and/or the Executive General Manager People & Safety may be consulted or included in the grievance outcome.

When approved, the General Manager People, or ELT member, will confirm with the Leader that they can communicate the outcome to the Employee. The Leader will meet with the Employee, ideally in person, to confirm the outcome and approach to resolve their grievance.

In circumstances where sufficient information about the grievance was provided prior to the first meeting with the Employee, the Leader may consult and obtain approval from the General Manager People & Safety, or ELT member about the outcome, prior to the meeting. This may allow the grievance to be resolved during the first meeting with the Employee.

The Leader must email the Employee's Coates email address to confirm the finalised resolution, the reasons for it, and any actions. This correspondence must be placed on the Employee's File and any other relevant parties' files. Once the resolution has been emailed to the Employee, the grievance is considered closed, subject to any final actions being taken.

4. Conducting an Investigation

An investigation involves collecting information about a grievance and making a finding on the balance of probabilities, based on the available information. Once a finding is made, Coates will consider any outcome arising from the investigation and finalise them as appropriate in the circumstances.

The following circumstances will usually result in an investigation having to be conducted:

- alleged unacceptable behaviour or misconduct;
- any other circumstance requiring a structured, objective and fair process to determine if allegations are substantiated.

The seriousness of the allegations will determine who may conduct the investigation, how the investigation will be conducted and the level of formality and confidentiality. Coates reserves the right to use independent, qualified investigators where appropriate. The investigator should not be the final decision maker with respect to any discipline or other outcomes from the investigation.

An investigation will usually follow the process and principles outlined below:

- The process and level of confidentiality will be determined up front and communicated to all relevant parties. This will include who will be the decision maker and if paid suspension of any parties is required during the investigation.

- Details of the grievance will be recorded in writing by either the complainant/s or other suitable persons (e.g. People Partner).
- Regardless of who records the details of the grievance the Investigator may need to meet with the complainant to seek clarifications and ensure their concerns are clearly defined.
- The details of any allegations will be put to the respondent/s, preferably in writing, and they will be provided an opportunity to respond.
- Any relevant documentation will be reviewed including but not limited to, policies, procedures, previous performance records, Coates communications and training records. This step assists in determining the facts, if the allegations are substantiated and the credibility of those involved.
- Any notes and statements taken to assist in recording the investigation should be accurate, dated and preferably signed.
- The investigator will determine if the allegations have been substantiated, unable to be substantiated or unsubstantiated and may prepare a report.
- Coates reserves the right not to provide a copy of this report, or any other documentation related to the investigation, to those involved.
- The outcome of the investigation will be communicated to the relevant parties.

Note: The investigation does not form part of the disciplinary process.

Based on the findings, the line or relevant manager, in consultation with the People Partner/General Manager People, will determine the appropriate outcomes and actions, including disciplinary action.

5. Responsibilities

An Employee raising a grievance must follow the process outlined in this Policy and go through each stage. A People Partner may determine that one of the stages will be omitted from the process, taking into consideration matters such as the seniority of the persons involved in the grievance or the nature of the grievance.

All Line Managers and Leaders must address grievances, and follow the stages outlined in this Policy, in a timely manner. Each stage should be completed within a reasonable timeframe. Should the process take more than seven business days Coates will keep the complainant(s) informed of the progress of their grievance on a regular basis, this may occur when a grievance is complex, or when information is not easily accessible.

Any person involved in a grievance resolution process or investigation is responsible to provide truthful information. Anyone found to have knowingly provided false information may be subject to disciplinary action.

All parties involved in, or aware of, a grievance are required to keep any information related to that grievance confidential. Failure to maintain confidentiality can result in disciplinary action, up to and including termination of employment.

6. Further Information

Coates has a number of related Policies and processes that should be read in conjunction with the Grievance Resolution Policy as outlined below in Section 7. All Individuals who require further information or need clarification of anything contained in this Policy should contact their Line Manager or People & Safety representative.

7. Document Control

7.1 Document Review

This document is to be reviewed every 2 years and/or when legislation is changed

7.2 Related Documents

This Procedure should be read in conjunction with the following internal documents:

Document title	Document Number
Code of Conduct	HR-POL-006
Discrimination, Bullying and Harassment Policy	HR-POL-007
Disciplinary Policy	HR-POL-014
Whistleblower Policy	HR-POL-029
Termination of Employment Policy	HR-POL-031

7.3 Document History

Version	Date	Author	Approver	Reason
1	March 2022	Charmaine Hick, GM People	Elise Manns, EGM P&S	Policy totally reviewed. New Policy established

Code of Conduct Policy

Release Date	05 May 2023
Completed by	People and Safety
Policy Number	HR-POL-006
Document Version	V6

Application of the Coates Code of Conduct

Our Code of Conduct outlines the standards of behaviour required by the business. It applies to all employees of Coates and where relevant, the terminology “Workers” will also include contractors, subcontractors, consultants and volunteers. The terminology “Leader” includes any person with at least one direct report including but not limited to supervisors, team leaders and managers.

The Code of Conduct reflects our core values and is linked to other key policies and procedures to help you to understand what is expected from you at work. All Coates employees and Workers must follow the Code of Conduct. A contravention of the Code of Conduct may result in disciplinary action up to and including dismissal or termination of engagement (as relevant). Concerns about conduct or breaches of the Code of Conduct should be brought to your Leader’s attention. Leaders are accountable for ensuring concerns are addressed appropriately and in a timely fashion.

This Code of Conduct does not operate to impose contractual obligations (whether expressed or implied) on Coates. Coates retains the right to add to, change or delete any of the terms of these policies and procedures at any time at its sole discretion.

This Code of Conduct should be read and operate in conjunction with other Coates documents including but not limited to the Policies listed under Related Documents (and related material) as amended and updated from time to time.

For further information or if you have any questions, please contact your Line Manager or your People Partner.

Message from the CEO

Coates has been helping to build a better future for Australians for over 130 years, and as such, our iconic orange and white logo has become synonymous with progress. Our journey is a testament to our values which have guided our business and the trust that we have built with our customers and our employees over many decades.

The Coates Code of Conduct provides an overview of the laws, regulations and company policies that apply to all of us and the work we do, but it does more than that - it is about building and maintaining the values that are essential to how we operate and succeed. That's why we count on every Employee, Contractor, Sub Contractor, Consultant and Board member to follow our Code of Conduct and make decisions that will promote and protect our brand and preserve the trust that others have placed in us.

At Coates, we **Care Deeply** about the safety and wellbeing of our people, customers and communities so we ask that this Code of Conduct is used as a compass to outline acceptable and unacceptable behaviours within our workplace. Each Coates Employee is responsible and accountable to uphold these behaviours so we can **Be Our Best**.

Remaining **Customer Focused** in all areas of our business is a Coates commitment that we made as one of our key values. We seek to create more value for our customers by governing a business that aims for ethical and sustainable practice in order to satisfy customer needs. For the benefit of our customer, Coates strives to promote a culture of high ethical behaviour, compliance and good corporate governance. We encourage employees and contractors to report unethical, unlawful and undesirable conduct to maintain our trusted brand and consistently promote our values.

By reading and understanding the Code of Conduct everyone can gain an understanding of what is expected of them and how they can contribute to the success of our business through collaboration, committing to our value of **One Team**.

Importantly, the Code of Conduct sets a clear benchmark and reflects our aim to deliver on our commitments and strive to consistently achieve the best possible outcomes for customers and our employees.

CARE DEEPLY
CUSTOMER FOCUSED
ONE TEAM
BE OUR BEST

Murray Vitlich
Chief Executive Officer

Table of Contents

Care Deeply.....	5
Customer Focused	5
One Team.....	5
Be Our Best	5
Our Legal Requirements	5
Care Deeply.....	6
A Positive & Inclusive Working Environment.....	6
Discrimination, Harassment & Bullying	6
Health, Safety and Wellbeing	7
Customer Focus.....	7
The Coates Brand	8
Social Media	8
Human Rights and Coates Foundation	9
Privacy and Confidentiality	9
One Team.....	10
Working at Coates	10
Business Travel and Entertainment	10
Be Our Best.....	10
Conflicts of Interest.....	11
Personal Investments	11
Outside Employment	11
Friends, Relatives and Personal Relationships.....	12
Gifts, Donations, Entertainment and Payments	12
Grievance Resolution and Whistleblower Policies	12
Care of Company Equipment and Acts of Theft.....	13
IT Systems and Data management.....	13
Physical Security	14
Our Legal Requirements.....	14

Competition and Consumer Laws	14
Fraud	14
Anti-Bribery and Corruption Laws	15
Spending Coates Money	15
Signing a Contract	15
Recording Transactions.....	16
Recording Financial or Accounting Irregularities.....	16
Contracting with Customers	16
Contracting with Suppliers/Vendors	16
Retaining Records	17
Document Control.....	17
Document Review	17
Related Documents	17
Document History	18

Care Deeply

- Positive & Inclusive Working Environment
- Discrimination, Bullying & Harassment
- Health, Safety and Wellbeing

Customer Focused

- The Coates Brand
- Social Media
- Human Rights and Coates Foundation
- Privacy & Confidentiality

One Team

- Working at Coates
- Business Travel

Be Our Best

- Conflict of Interests
- Personal Investments
- Outside Employment
- Friends and Relatives; Co-Worker Relationships
- Gifts, Entertainment and Payments
- Grievance Resolution and Whistleblower Policies
- Care of Company Equipment and Acts of Theft
- IT Systems and Data
- Physical Security

Our Legal Requirements

Competition and Consumer Laws

Corporations and Insider Trading Laws

Fraud

Anti-Bribery & Corruption Laws

Spending Coates Money

Signing Contract

Recording Transactions

Reporting Financial or Accounting Irregularities

Contracting with Customers

Contracting with Suppliers /Vendors

Retaining Records

Care Deeply

We Care Deeply about the safety and wellbeing of our people, customers, and communities in which we operate in. We show our commitment to this through the implementation of workplace policies and procedures that promote a workplace that is a safe and positive environment free from discrimination, bullying and harassment.

A Positive & Inclusive Working Environment

We are committed to providing a positive and inclusive working environment, free of any behaviour that can reasonably cause offence, disrespect or discomfort. We work to ensure our culture upholds our company values and allows all employees to work to their potential, contribute to the success of our business and be rewarded accordingly.

Coates actively seeks to create a diverse and inclusive workplace for all of our people and reflect the communities in which we operate. This includes setting behavioural expectations to ensure our workplace is welcoming, fair and one that encourages mutual respect. We have aligned all our workplace policies to comply with relevant legislation to ensure our workers are protected, can speak up about inappropriate behaviour and recognises the positive outcomes that arise from having a diverse range of perspectives, experiences and backgrounds.

We strive to make everyone feel accepted and respected regardless of personal characteristics and to be able to contribute to their full potential by bringing their full selves to work. We show our commitment to diversity and inclusion through our [Diversity & Inclusion Policy](#). Do your part by recognising and encouraging the strengths and talents that your colleagues bring to the workplace. We are also committed to ensuring employees can balance work and life responsibilities, wherever possible, and our [Flexibility Policy](#) sets out options available that will provide a win for employees, for their team and for the business.

Concerns about conduct or breaches of any policies, procedures, Coates's values or this Code should be brought to your Leader's attention. Leaders are accountable for ensuring concerns are addressed appropriately and in a timely manner as per our [Grievance Resolution Policy](#). If for any reasons you do not feel comfortable reporting concerns to your Leader, it should be raised directly with your HR People Partner or the Chief Legal Counsel & Company Secretary.

Discrimination, Harassment & Bullying

Coates is an equal employment opportunity (EEO) employer. We seek to ensure that factors relating to a person's ability and competency to perform their duties are determinants with respect to decisions about any aspects of their employment, including but not limited to their performance, rewards, training, development and promotion.

Coates seeks to prevent any form of discrimination, sexual harassment, victimisation, bullying and other inappropriate behaviour in the workplace. Coates considers these to be unacceptable forms of behaviour and will not tolerate such behaviour under any circumstances.

Please refer to the Coates intranet for the full Coates [Discrimination, Bullying and Harassment Policy](#).

Health, Safety and Wellbeing

The physical safety as well as the health and wellbeing of our employees and contractors is our number one priority in conducting our business and operations. For this reason, you are required to follow all Coates HSEQ policies and procedures, and to ensure you conduct your work safely at all times. Coates works to ensure all risks are identified, controlled and monitored and has established a set of Critical Risks that are essential for safe operating. Any incidents, injuries or hazards are to be reported immediately and corrective actions taken to prevent re-occurrence.

In living our values and following our internal policies and procedures, Coates is committed to complying with all safety and employment laws. Coates has a dedicated People & Safety team to support the employees of Coates in ensuring compliance.

Coates is committed to providing appropriate HSE training and education to ensure worker safety and to the provision of appropriate equipment and Personal Protective Equipment to be operated/worn as directed.

The consumption of alcohol on company premises is prohibited. Possession and/or use of unlawful drugs on company premises shall warrant summary dismissal. This extends to company functions. Coates employees and workers may be randomly tested for blood alcohol content and unlawful drugs at any time in accordance with the [Fitness for Work](#).

Prescription drugs can impair your judgment. Please consult with your doctor the impact of any medication you are prescribed, particularly in relation to your role, its duties and any other medication you may be taking, particularly if you operate plant or machinery. You must contact your Leader if you are not fit for work.

Scenario: Peter requires medication, for one week, that makes him drowsy. In discussion with his doctor, Peter realises that some components of his job (such as operating machinery) cannot be performed whilst he is on this medication. Peter informs his manager who allows him to continue his job with some modifications for the week whilst he is taking the medication.

Customer Focus

At Coates, it is our vision to be the market leaders in **safe, smart and sustainable equipment** solutions. We help our customers succeed by helping them to achieve their goals and delivering above expectations at every opportunity. Our customers value us because we deliver the best range, best support, and best expertise.

The Coates Brand

As an employee or worker of Coates, it is your responsibility to protect the brand and reputation of Coates in the workplace and the community. The Coates “brand” is what our customers see and hear around the communities in which we operate and the experiences they have with us first-hand.

Scenario: After work, several Coates employees go to the pub for a beer, still wearing their Coates uniform. After a few hours, those remaining are drunk and are overheard loudly making disrespectful comments about other pub customers. They are identified as employees of Coates and a complaint is made to the company. The employees involved are subject to disciplinary action following an investigation into their behaviour and the damage it brought upon Coates reputation.

When you are wearing your Coates uniform or driving a Coates vehicle, you are recognised as an employee of Coates. This occurs even outside of work hours. As a brand ambassador for Coates, you must act appropriately at all times.

Social Media

The Coates brand is built on the perception of our customers and the communities we operate in. Social media is now a crucial part of society and therefore, if you utilise social media and identify yourself, or can be identified, as working for Coates, then your behaviour must conform to this Code of Conduct and other policies such as Discrimination, Bullying & Harassment. If your behaviour on social media platforms does not align with our brand, this can be damaging for the company. Please note during working hours you are not permitted to engage with social media platforms i.e., Instagram, Twitter and Facebook.

When using social media platforms, you should not divulge any information about Coates unless you are authorised to do so by the company. We have employees appointed and authorised to deal with all media platforms. You are not permitted to speak to the media under any circumstances. All communication with the media is to be directed to the Corporate Communications team unless instructed otherwise, as per the Coates Media Relations Policy (add link).

Please see requirements regarding use of Social Media in the Coates [Social Media Policy](#).

Scenario: You are working at a customer’s site when an accident takes place. On leaving the site, a reporter asks you what happened. You are not required to provide the reporter with information other than to direct them to our corporate communications team, as per the media relations policy.

FAQ: But the reporter assures me I can comment off the record, so that’s OK?

No, it’s not. We make no comment whatsoever as there still could be legal consequences for both you and Coates even if the reporter does not directly attribute the comments to you. To protect your privacy and the Coates brand, please direct all media enquiries to the Corporate Communications team.

Please consult with your Leader, EGM and the Corporate Communications team prior to accepting a public speaking engagement. The Corporate Communications team must review the content of your presentation prior to the external engagement.

Human Rights and Coates Foundation

Coates is committed to acting responsibly and with integrity to ensure we uphold the promotion of human rights (informed by the United Nations Guiding Principles on Business and Human Rights) and to identify and prevent risks to human rights that may be caused by our business or supply chains, including the elimination of Modern Slavery. We do this in line with our goals to ensure the safety and wellbeing of our people, customers and communities. Further detail on this can be found in our [Human Rights Statement](#) and [Procurement policies](#).

We are also strongly aligned to working with and supporting the communities in which we live and operate. Our [Coates Foundation Policy](#) sets out arrangements for sponsorships and donations as well as opportunities to provide in-kind donation of our equipment for appropriate local community events. Leaders and employees must adhere to the criteria and processes within this policy when providing such support or donations.

Privacy and Confidentiality

During your employment or engagement with Coates you may have access to personal information (as defined in the Privacy Act 1988 (Cth)).

You must ensure you comply with [Coates Privacy Policy](#) and Australian the Privacy Principals whenever handling, storing, disclosing and distributing personal information regarding Coates' employees or our customers and suppliers. You must not use or disclose any personal information collected by Coates for any purpose other than as required in the course of your employment.

Information must remain confidential, except where express permission has been received from the party to whom the information relates. If you are unsure whether disclosure is appropriate, you should clarify with your Leader or Legal. Unauthorised disclosure may result in disciplinary action, penalties being imposed by the Privacy Commissioner and may damage Coates' integrity and credibility.

During the course of your employment, you may also have access to other financial or commercially sensitive or confidential information, including designs or other intellectual property of Coates. You must not disclose this information to any external parties unless you have express permission to do so and to retain or store any of this information on personal devices or for personal use is prohibited.

One Team

Our success is dependent upon the collective energy, intelligence and contribution of all our team members. We work as one collaborative, passionate and inclusive team to deliver customer solutions that go above expectations. Working together as one team has built a culture of comradery here at Coates, which has become our competitive advantage. We encourage all team members to nurture and preserve this culture as it drives performance, productivity, accountability and promotes wellbeing.

Working at Coates

As a member of the Coates team, there are several standard expectations on you. These include (but are not limited to) attending work on time, following policies, procedures and instructions correctly, acting in a professional and courteous manner and working together as a team. Everyone at Coates is on the same team, and we all rely on each other to be successful.

Coates is supportive of employees having work/life balance and has a Flexibility Policy to enable this. You can work with your leader to agree an ad hoc arrangement as needed from time to time, be it about working hours or location. Or you can seek approval for a regular and ongoing Flexible arrangement.

If you wish/need to be absent from work for any reason, you must seek approval from your Leader as soon as possible. You will also be required to follow the correct procedures for taking leave, including completing a leave application in MyTime. It is essential your team is prepared for an absence. You must not clock on/off for someone else or get them to clock on/off for you other than your direct leader.

Business Travel and Entertainment

If you are required to travel for your work, you need to ensure you have the appropriate approval or work orders and journey plans (where required in remote locations) to ensure your whereabouts are known and the appropriate safety precautions have been taken. For interstate and overnight travel, flights and/or accommodation, car rental need to be booked using the company approved travel provider. Reasonable food expenses will be covered via a Company Credit Card or reimbursed accordingly. See the [Travel Policy](#) for further detail.

Remember you are representing Coates whenever you travel, are on a customer site or attending functions and your behaviour needs to be in line with this Code and our values. Excessive consumption of alcohol is strongly discouraged and when dining as a group of employees, the most senior employee is responsible for payment.

Be Our Best

Our reputation for integrity and business ethics is something we are proud of. To maintain this reputation, it is crucial that Coates employees at all levels follow this Code and exercise good judgement in their decisions and actions. We ask that each Coates employee puts in their best effort to strengthen and build on Coates'

performance through accountability, learning and determination. “Be Our Best” is keeping Coates’ best interest at heart when you work, act and do, as integrity is everything to our business.

Some areas outlined in this section may be difficult to understand and we urge employees to contact their Leader or People Partner for further explanation as ignorance is no defence.

Conflicts of Interest

You must not engage in behaviour that amounts to a conflict of interest, that is behaviour where you may benefit personally (or be perceived to benefit) from actions you take as a Coates employee. You must immediately notify your Leader if a conflict of interest arises. Failure to declare such conflict of interest may result in disciplinary action.

If you are in a position to influence a decision or situation that may result in personal benefit for you, your friends or family at the expense of Coates or our customers, you may be subject to a conflict of interest. See the [Conflict of Interest](#) and [Procurement Policies](#) for more detail.

Scenario One: Dave’s brother-in-law has started a transport company in the area of the Coates branch Dave works at. His brother-in-law has completed all the necessary induction and accreditation, but Dave feels uneasy about engaging him as a contractor since they are related. Dave speaks to his Regional Manager about it and the Regional Manager directs Dave to the Procurement Policy prior to engaging the contractor as further approval is likely to be required.

Scenario Two: Pierre needs to find new contract cleaners for the Branch as the current providers have just elevated their charges to unacceptably high levels. His wife runs a small cleaning partnership, but Pierre knows he can’t make that decision on his own as there’s a clear potential conflict of interest between the interests of Coates on the one part, and those of Pierre and his wife, on the other part. He seeks the views of his Regional Manager who directs him to the Procurement Policy as engaging Pierre’s wife will require corporate approval.

Personal Investments

If you acquire a financial interest in a company that competes with Coates, or is a customer or supplier of Coates, a conflict of interest may arise. A ‘financial interest’ is defined as owning 5% or more of the capital of the competitor, customer or supplier. If you have a financial interest in a Coates’ competitor, customer or supplier you must discuss this with your Leader or seek advice from our Legal Team and make a declaration if required.

Outside Employment

You must seek approval from your Leader to perform work (paid or unpaid) for another organisation, in any capacity while you are a permanent employee of Coates.

Membership to an outside Board of Directors must be approved by the CEO, CFO or EGM People & Safety for all Coates employees.

Friends, Relatives and Personal Relationships

Working with a friend or family member must be disclosed to your Leader. You will not be permitted to report directly to or have any direct report who is a family member or dependent. Refer to Conflicts of Interest section.

If you develop a close personal relationship with a co-worker, you are required disclose this to your Leader and to People & Safety to ensure there is no potential conflict of interest. Depending on the circumstance of the close personal relationship, actions may be taken regarding roles and responsibilities to mitigate any actual or perceived conflict to ensure no direct reporting relationships are place or involvement in the appointment, appraisal, promotion, remuneration or other management activity related to the other party.

Gifts, Donations, Entertainment and Payments

All Coates employees should be familiar with the [Gifts & Donations Policy](#) which includes Hospitality provided to or given to an employee by a customer or third party. All Gifts & Donations including hospitality must be declared in line with the policy and recorded in the register maintained by Coates Corporate Office.

Scenario: After working closely with a supplier, they thank you with gifts of tickets to a corporate box at a football match. Before accepting the tickets, you must declare the details in accordance with the Gifts Policy. Where the tickets could be considered either as a thank you for work completed or as an offering for ensuring future work, the Conflict of Interest Policy is also relevant.

You must not receive monetary reward from a supplier or customer. Please inform your Leader if you are offered any type of inducement, bribe or highly valuable gift (i.e >\$250) from a customer.

Grievance Resolution and Whistleblower Policies

When issues arise at work, it is important that they are dealt with quickly, fairly and where appropriate, confidentially. You are encouraged to resolve workplace issues with teammates or colleagues directly wherever possible. If that is not possible or has not been successful, you should raise the issue with your Leader in line with [Grievance Resolution Policy](#). Confidential complaints can also be made directly to Human Resources if required.

Our [Whistleblower Policy](#) outlines the process for addressing and dealing with complaints of alleged systemic unacceptable conduct or improper business dealings. Issues can be raised on a confidential basis, either internally with the EGM-People and Safety, Chief Legal Counsel & Company Secretary or Chief Executive Officer, or externally with RightCall by emailing report@rightcall.com.au. It should be noted that complaints raised on a confidential or anonymous basis may be more challenging to investigate and resolve however Coates encourages all issues and complaints to be raised and is committed to protecting complainants against any retaliation or victimisation.

Scenario: Janelle has been working at a regional branch of Coates for 3 years and recently she has had some issues with some of her co-workers making comments about her appearance and her relationships outside of work that are making her very uncomfortable such that she avoids spending time with them. She is reluctant to raise the issues with her Manager because he seems to find their comments funny. Janelle looks on the Coates intranet and rings People Services to ask what she can do to get the behaviour to stop. They talk with Janelle about her options and she decides to raise the issue with her Manager's boss who listens to Janelle's concerns and organises, with her agreement, for a discussion involving him, her manager and Janelle. The meeting goes well and together they talk with her co-workers who apologise for their behaviour and stop making such comments.

Care of Company Equipment and Acts of Theft

Coates owns all of its assets as a custodian on behalf of our shareholders and we ask that all employees respect and treat Coates' assets with care and diligence. Coates has a zero-tolerance approach to the theft of company property. All instances of loss, damage and theft of Coates assets must be reported immediately to your manager as per the Lost, Stolen and Damaged Equipment Policy. The manager is responsible for the completion of relevant incident documentation to report asset loss or damage to the Coates Asset Services Team. Certain documentation will also be required for insurance purposes. Refer to the [Lost, Stolen and Damaged Equipment Policy](#) and Equipment Incident Form.

All instances of theft must also be reported to the Group Manager Compliance and Insurance Administrator at Corporate Office.

Coates provides tool of trade vehicles to a significant number of employees and these vehicles represent a substantial investment for Coates. Employee responsibilities surrounding the treatment of these vehicles are set out in the [Motor Vehicles Policy](#).

IT Systems and Data management

Our external and internal communications as well as most of our business processes are heavily reliant on the integrity of our IT systems and data. If they are down, we cannot run our business. If you believe that our network has been compromised in anyway, please contact our IT helpdesk immediately. Maintaining the integrity of Coates data is also critically important. Please ensure you follow all the required IT policies and processes, including directions from Service Desk with respect to updating passwords, use of personal devices and not using unapproved equipment, USBs or other non-Coates systems or technology.

Scenario: You receive an email from a customer. On opening the email, you receive an unusual error message, and the computer shuts down and starts again. Everything seems to work fine although the computer is a little slower than usual. You should call IT and report the issue, including the error message and subject line of the email.

We are required by law to monitor internet activity inclusive of emails. Inappropriate use of email or the internet could lead to dismissal. We are obliged in certain circumstances to disclose specific information to third parties when inappropriate or unlawful activity takes place.

Physical Security

Coates seeks to ensure the physical security of each employee through our HSE procedures and maintaining effective access and perimeter security of our sites and offices.

If you have external personnel visiting you on Coates premises, it is important they complete the appropriate visitor sign-in / sign-out procedures. You must never disable security or safety devices nor give your building access key / card to anyone, including other employees. If your security pass is lost, you must report it immediately.

Our Legal Requirements

Competition and Consumer Laws

Australia has enacted laws designed to encourage and protect free and fair competition as well as the rights of consumers. Coates is a leading equipment hire company in Australia.

We respect our competition, but we do not do deals with them, share information with them and we cannot and do not collude with them, or agree to set the price for plant or equipment to our customers. Conduct that has the likely effect of substantially lessening competition in a market is prohibited by law. We also do not harm our competitors by misusing our position in the market, predatory pricing or engaging in defamatory, misleading or deceptive conduct.

We take care to fairly contract and deal with consumers in compliance with Consumer Laws. Any information we provide must be accurate and not in any way false or misleading. We provide our services with due care and skill, fit for purpose, within a reasonable time and acceptable quality. The equipment we provide for hire must be safe to use and comply with the relevant safety, industry and Australian standards.

If in doubt, don't do it. Contact the Legal Team for advice.

Fraud

Any attempt to misuse company property, equipment or funds deliberately for personal gain or to misrepresent, deceive or use dishonest methods for personal gain or benefit (or for the gain or benefit of another individual or organisation) is considered fraud and is prohibited. Fraudulent behaviour is considered serious misconduct and therefore subject to instant dismissal.

Any suspicions of fraud in the business should be raised with manager of GM Commercial Compliance, representative of People & Safety or a member of the Executive Leadership Team.

Corporations and Insider Trading Laws

We cannot use non-public information to buy or sell stock, or to pass it along to others so that they may do so, as this would constitute insider trading.

Although Coates is not listed, our company is a fully owned subsidiary of a listed company. Insider trading is a criminal offence with prison terms imposed for those convicted in recent high-profile cases. If you are unsure consult our Legal Team for guidance.

Anti-Bribery and Corruption Laws

Bribery is not only unlawful it is also unethical and therefore contrary to our Code of Conduct. No Coates employee should receive monetary reward from a supplier or customer or other third party for doing their job. The Coates Gifts Policy covers the receiving of materials or reward from third parties.

FAQ: But what about gifts or pay for, or from, external providers? Such incidents are covered under the Gifts Policy.

Spending Coates Money

If it is not clear to you as to whether you are authorized to spend money on behalf of Coates check with your Leader. Managers are accountable for the expenditure of employees reporting to them be it via purchase order or credit card. Please refer to the [Delegation of Authority Policy](#) for more information.

Signing a Contract

You can only enter a contract on behalf of Coates when you are authorised to do so and follow the required Procurement and Legal procedures in place. You must ensure that all contracts are reviewed by the Legal team prior to being signed. Employees that are authorised to sign contracts by Coates are expressly advised of such clearance in writing. Please refer to the Delegation of Authority Policy and [Overview on the Delegation of Authority Policy](#) for more information but generally contracts are usually only signed by EGMs, Directors and the Company Secretary.

As a matter of law, contracts can be written or verbal. However, at Coates we only enter into written contracts. This ensures that both parties clearly understand what has been agreed and Coates is legally protected.

FAQ: Contracts create binding legal obligations. At Coates, we advise in writing our employees that are authorised to enter into verbal contracts on behalf of Coates.

True or False?

False - We only enter into written contracts and never verbal contracts.

Recording Transactions

If your job involves the financial recording of transactions, make sure that you are aware of and observe all of the policies that Coates Finance has in place. If you are unfamiliar with the policies and procedures, you should request clarification or appropriate training. Immediately report to the Finance team any transactions that you think are not being recorded correctly.

Recording Financial or Accounting Irregularities

Unauthorised alterations to our financial accounts are strictly prohibited. Do not falsify records, purchase orders, reports, timekeeping, leave or expense claims. Coates financial and Payroll records are subject to regular auditing by our auditors.

Scenario: Jane, a Sales Coordinator, serves a customer returning equipment. When she enters in the information, it appears that the equipment has not been out at all. She explains her confusion to the customer who replies, 'ask your manager, he knows all about it.' When she approaches her Branch Manager, she is told to forget about it. Suspecting fraudulent activity, she takes her suspicions to the Regional Manager to investigate. The Regional Manager will investigate with the support of the Coates Compliance Team.

Contracting with Customers

It is important for Coates to ensure that all contracts with our customers have terms and conditions that legally protect our interests and our equipment. Following the [Purchasing & Contractor Management](#) process, getting the contract right at the start and adhering to the contract during the relationship will avoid uncertainty and potential disputes with our customers.

Do not accept a customer's terms and conditions without obtaining advice from Legal as some changes to the customer's terms may be necessary to make the contract acceptable to Coates. Failure to do this will expose Coates to an unacceptable level of legal risk.

Senior management will also insist on confirmation of Legal advice prior to signing a customer contract.

Contracting with Suppliers/Vendors

Coates has many suppliers of plant, equipment and services. Price is an important consideration and we often go to the market to find the best deal to meet our needs. Coates has existing panel suppliers that can often meet our requests. These suppliers have been appropriately vetted, inducted and set-up on our system with agreed contract terms.

Our Procurement team is here to assist business units in leveraging optimal outcomes and providing savings to the business. Prior to seeking approval to set up a new supplier, please contact our Procurement team when you need

to procure any plant, equipment or services. When considering the engagement of new suppliers or significant changes to existing supplier terms staff must consider the Procurement Policy.

Coates also has standard terms and conditions to protect our interests that must be issued to suppliers prior to engagement. Do not accept a supplier's terms and conditions without obtaining advice from Legal as some changes to those terms may be necessary to make the contract acceptable to Coates.

Senior management will also insist on confirmation of Legal advice prior to signing a supplier's contract.

Retaining Records

We retain records for at least seven years (or as otherwise required by law). For the avoidance of doubt, we do not dispose of any document without clearance by the relevant department, such as Asset Services Finance, Legal or People & Safety.

Document Control

Document Review

This document is to be reviewed every 2 years and/or when legislation is changed.

Related Documents

Document Name	Document Number
Diversity & Inclusion Policy	HR-POL-008
Flexibility Policy	HR-POL-037
Grievance Resolution Policy	HR-POL-010
Discrimination, Bullying and Harassment Policy.	HR-POL-007
Drug and Alcohol Procedure.	SEQ-PRO017a
Social Media Policy	HR-POL-021
Human Rights Policy	HR-POL-018
Human Rights Statement	HR-POL-018
Procurement Purchase to Pay (P2P) Policy	PROC-POL
Procure to Pay Policy	PROC-POL

Lost, Stolen and Damaged Equipment Policy	LEG-PRO-011 Available at Coates Intranet: About Us/Legal/Policies and Procedures/Lost Stolen and Damaged Equipment Policy.
Motor Vehicle	HR-SPOL-018
Coates Foundation Policy	HR-POL-023
Coates Privacy Policy	Available at Coates Intranet: Working at Coates/Policies and Procedures/Legal
Travel Policy	FIN-POL-017
Conflict of Interest	Not defined
Gifts & Donations Policy	Not defined
Whistleblower Policy	HR-POL-029 Available at Coates Intranet: About Us/Legal/Legal Links/Coates Whistleblower Service
Delegation of Authority Policy & Overview on the Delegation of Authority	Not defined
Contract Management Procedure	SEQ-PRO-019
Health Safety Environment Quality (HSEQ) Policy	SEQ-POL-001
IT Usage and Security Policy	Not defined
Media Relations Policy	HR-POL-020

Document History

Version	Date	Author	Approver	Reason
1.4	01/11/2017			
1.6	01/08/2018		EGM People & Safety Elise Manns	
	01/06/2022			New Format
2	22/05/2023	People & Safety	EGM People & Safety Elise Manns	Revised Format and add related documents
2.1	15/11/2023	People & Safety		Update links

Discrimination, Bullying and Harassment Policy

Release Date	05 May 2023
Completed by	People and Safety
Policy Number	HR-SPOL-007
Document Version	V.3.3

1. Purpose

Coates is committed to providing a safe work environment free from discrimination, bullying, harassment (including sexual harassment), victimisation and other inappropriate behaviour. To this end, Coates has a zero tolerance for such inappropriate behaviour and is committed to take all reasonable steps to eliminate discriminatory practices and poor behaviour, encourage and facilitate the reporting of such practices and behaviour and resolve any breach of this Policy in a timely manner.

In addition, Coates is further committed to ensuring that workers, and everyone doing business with Coates, receive fair and equitable treatment by adopting equal opportunity measures and practices.

This Policy outlines the minimum standards of behaviour required to foster a workplace where people treat each other with dignity and respect. Coates strives to have a culture aligned with each of its values:

- Care Deeply
- Customer Focussed
- One Team
- Be Our Best

2. Scope

This Policy applies to all Coates Employees, Visitors, Contractors and Subcontractors. It applies in the workplace and extends to work-related events during or outside of normal working hours and electronic communications that are in connection with the workplace.

In this Policy the word 'Worker(s)' refer to any person to whom this Policy applies to.

This Policy applies to all aspects of employment including but not limited to recruitment, remuneration, promotion, transfer, terms and conditions of employment, benefits and opportunities associated with employment, training and worker development, performance assessments, disciplinary action and termination of employment, as well as interactions with suppliers and customers.

3. Policy Statements

All Workers have a responsibility to:

- respect cultural and social differences among our workmates and customers;
- treat people fairly – recognise and respect others ' skills and talents; and
- act to report and prevent harassment, sexual harassment, bullying, discrimination and any other inappropriate behaviour against others.

Workers must not engage in any behaviour defined in this Policy or any behaviour in breach of Coates' values. Workers have an obligation to report any behaviour in breach of this Policy by utilising the process contained in the Grievance Resolution Policy or Whistleblower Policy (as appropriate) as soon as they become aware of the behaviour.

Workers can seek advice and guidance from their line manager and/or a representative of the People & Safety team at any time.

3.1 Discrimination

Discrimination occurs when a person or group is treated less favourably than another due to a protected attribute. Unlawful discrimination can be direct or indirect.

However, decisions based on the inherent requirements of an Worker's position do not constitute unlawful discrimination.

3.1.1 Grounds for Discrimination

Discrimination on any of the following grounds is illegal under State and/ or Federal law:

- Age
- Gender and gender identity
- Race, including descent, colour, national or social origin, nationality, ethnic background or religious ethnicity
- Marital, relationship or domestic status
- Family responsibilities
- Sexual preference and sexual orientation
- Lawful sexual activity

- Carer's responsibilities or status
- Pregnancy (including potential pregnancy)
- Parental status or responsibilities
- Breastfeeding
- Religion and religious belief, activity or conviction
- Political belief, activity, opinion or conviction
- Trade union activity/non-activity or membership
- Criminal record/spent convictions
- Disability and impairment (including physical, intellectual and mental)
- Gender identity
- Sex and intersex status
- Association (i.e. association with a person who has one or more of the above attributes)

This list may be updated from time to time to include additional protected attributes in line with changes to State or Federal legislation.

In limited circumstances the legislation provides for exemptions and exceptions to discrimination that would otherwise be unlawful. For example:

- Where there are inherent requirements of a particular job; and
- Where it would cause unjustifiable hardship to accommodate the person with a protected attribute.

3.1.2 Direct and indirect discrimination

Discrimination can be direct or indirect.

Direct discrimination occurs where a person is treated less favourably than another person in the same or similar circumstances because of a protected attribute they have or are assumed to have, or because of their association with someone who has a protected attribute. For example, telling a worker they are not being promoted because they are having a child and may not be able to handle the increased workload.

Indirect discrimination is often less obvious than direct discrimination. It occurs when a policy, approach or practice that appears to be neutral and fair has an unfair effect on a person or a group of people with a protected attribute, and the application of this policy, approach or practice is unreasonable in the circumstances. For example, requiring workers to attend a mandatory training session outside of their normal work hours, which may be difficult for a worker with family or carer responsibilities to comply with.

3.2 Harassment

Any form of harassment is unlawful in the workplace and in any work-related context such as conferences, work functions and social events, business or field trips or during interactions with clients and customers.

A person is the victim of harassment in the workplace if the person is subjected to behaviour that is unwelcome and would reasonably be expected to be offensive, humiliating or intimidating to the person because of their protected attribute.

Harassment does not need to be directed at a certain person and can include behaviour which creates a hostile working environment for other Workers who have a protected attribute. For example, by telling racially offensive jokes in the workplace.

Harassment takes many different forms and does not need to be repeated to be unlawful and in breach of this Policy. It may be verbal, physical or visual and may include, but is not limited to:

- Threats;
- offensive or inappropriate signals or actions;
- abuse;
- intimidation;
- physical contact ranging from touching to serious assault;
- horseplay and practical jokes;
- behaviour that is humiliating;
- offensive written messages or telecommunications - e.g. via text message or email; or
- unwelcome social media contact – e.g. comments or constant requests to connect.

Under no circumstances may offensive, discriminatory or sexist material be displayed on, or within, Coates property including work vehicles. Line managers have a responsibility to ensure such material is not introduced into the workplace.

Behaviour which is welcome may not be appropriate in the workplace. Workers should speak to their line manager or a People & Safety representative if they are unsure whether conduct is in breach of this policy and/or the Coates Code of Conduct.

Coates may start an investigation into any form of harassment it becomes aware of, even if the person(s) allegedly targeted does not come forward or raise a grievance.

Sexual and racial harassment are two specific forms of harassment. In addition to the information provided in section 3.2 this Policy provides specific definitions and examples of what constitute sexual and racial harassment in sections 3.2.1 and 3.2.2.

3.2.1 Sexual Harassment

Sexual harassment is unwelcome, unwanted or uninvited conduct of a sexual nature which makes a person feel offended, humiliated and/or intimidated, where a reasonable person would anticipate that reaction in the circumstances.

Workplace sexual harassment is when sexual harassment happens at work or in connection with work. It can be a one-off incident, or it can happen more than once, involving conduct by one or more people.

Examples of sexual harassment include but are not limited to:

- Pressure or demands for dates or sexual favours.
- Unnecessary familiarity - for example, invading their personal space, staring or leering at a person, unwelcome personal questions or conversations.
- Unwanted physical contact - for example, brushing up against, touching or fondling.
- Sexually explicit conversations, sexual based jokes or innuendo.
- Offensive sexual gestures or telephone calls.
- Unwelcome comments or questions about a person's sex life.
- Display or circulation of sexual material, including jokes, magazines, posters, screen savers, internet material or pictures.
- Sending emails or text messages which contain sexual content or tone.
- Insults or taunts based on sex.
- Behaviour that may be considered criminal offences such as sexual assault, indecent exposure, stalking or obscene communications (these types of behaviour may be reported to the relevant authorities by Coates).

Behaviour may be unwelcome even where it is not explicitly rejected. It should not be assumed that behaviour is consensual simply because the individual has not complained about it.

Sexual harassment can cause physical and psychological harm. It can have a wide range of negative impacts, including feelings of isolation, loss of confidence, stress or depression.

Welcome and consensual behaviour or relationships are not unlawful, and friendships (sexual or otherwise) which develop between workers who meet at work are generally a private concern. However, Workers are responsible to ensure no breach of this Policy occurs and should ensure consent is expressly given. Sexual harassment may arise in circumstances where a person does not expressly object but does not expressly consent either (for example, this may occur in situations of unequal power or authority between two people and/or because the worker is uncomfortable, embarrassed, or scared to object openly).

In addition, all Workers must avoid any conflict of interest as a result of any workplace relationship, including but not limited to any favourable treatment. Any relationship or conduct which gives rise to a conflict of interest, or a perceived or potential conflict of interest, must be disclosed to the Worker's Line Manager and the appropriate People & Safety representative immediately. Any personal friendships that develop should not adversely impact on a Worker's responsibilities to do their work or on the performance or productivity of co-workers. Refer to the Coates Code of Conduct for further information on Relationships within Coates and Conflicts of Interest.

Workers should take great care before engaging in behaviour of a sexual nature that they believe to be welcome. A Worker may not feel comfortable telling another person that their behaviour is unwelcome and that they are offended, humiliated and/or intimidated, as a result a person may be found to have engaged in sexual harassment even if they had no intention to do so.

3.2.2 Hostile working environments

Sexual harassment can include behaviours which are not directed at a particular individual but create a sexually hostile working environment.

A hostile working environment is where a Worker's behaviour results in the workplace being offensive, intimidating or humiliating to another person because of their sex or a characteristic generally associated with their sex.

Examples of a hostile working environment include:

- Displaying obscene or pornographic materials in the workplace.
- General sexual banter or innuendo.
- Offensive jokes that may result in a person of a particular sex (or characteristic that appertains or is imputed to that sex) feel unwelcome or excluded.

3.3 Bullying

Workplace bullying is repeated unreasonable behaviour directed towards an individual or group that creates a risk to health and safety.

Repeated behaviour means the behaviour occurs more than once, which may involve a range of behaviours over time. Behaviour that is bullying may also constitute discrimination, harassment and/or a breach of work health and safety laws.

Unreasonable behaviour means behaviour that a reasonable person, having regard to all the circumstances, would expect to result in another person feeling victimised, humiliated, intimidated or threatened.

A single incident of unreasonable behaviour is not considered to be workplace bullying; however, it may still be investigated and could be considered harassment and/or behaviour in breach of Coates' values.

3.3.2 Behaviour that does not constitute bullying

Reasonable management action carried out lawfully, and in a reasonable manner, is not considered bullying.

Examples of reasonable management action includes, but is not limited to:

- Setting reasonable performance goals, standards and deadlines;
- Rostering and allocating working hours where the requirements are reasonable;

- Transferring a Worker's work location or team for operational reasons;
- Informing an Worker about not performing in their duties or inappropriate behaviour in an objective and confidential way;
- Directing a worker to perform work in a certain way;
- Implementing organisational changes or restructuring; and
- Taking disciplinary action, including suspension or terminating employment.

In addition, differences of opinion and disagreements, held appropriately, are not considered workplace bullying. People can have disagreements in the workplace without engaging in repeated, unreasonable behaviour that creates a risk to health and safety.

Coates has a legal right to direct and control how work is performed and to oversee the flow of that work. Supervisors and managers have a responsibility to monitor the conduct of Workers and to provide reasonable feedback in relation to a Worker's performance.

3.4 Victimisation

Victimisation means subjecting a person to some form of disadvantage because they have lodged a complaint or commenced proceedings, proposed to make a complaint or initiate proceedings, helped someone else make a complaint or commence proceedings, been involved in someone else's complaint (i.e. by giving evidence or acting as a support person) or refused to do something because it would be a breach of a policy or this Policy.

Victimisation is against the law and is prohibited under this Policy. Examples of victimisation include but are not limited to:

- Excluding a Worker from a group activity because they made a complaint of discrimination, sexual harassment or victimisation against another member of that group;
- Hazing of apprentices; or
- Refusing to promote a Worker who was involved as a witness in a complaint of unlawful harassment against a manager.

Anyone who brings a complaint of unlawful discrimination, harassment, bullying, victimisation or any other behaviour in breach of Coates's values in good faith should not be subject to detriment in relation to their employment as a result of the complaint.

Coates will not tolerate any attempt to retaliate against anyone for bringing a complaint in good faith. Similarly, Coates will not retaliate against anyone for cooperating or participating in an investigation of alleged inappropriate conduct as defined in this Policy and will not tolerate attempts at such retaliation from its Workers.

3.5 Unlawful Vilification

Unlawful vilification occurs when a person, by public act, threatens physical harm towards any person or group or their property or incites hatred towards, serious contempt for or severe ridicule of a person or a group of persons on grounds including that person's or group's race, religion, sexual orientation, HIV/AIDS status or transgender identity.

Vilification is prohibited under this Policy.

3.6 Malicious Intent and Vexatious Claims

Malicious intent is when a person creates rumours or gossip about another person, intentionally distressing that person, or makes a false or vexatious complaint about another Worker or individual.

Workers who are found to abuse this Policy by making false, vexatious or malicious complaints about another individual will be in breach of this Policy and the Coates Code of Conduct. They will face disciplinary action up to and including termination of employment.

3.7 Complaints and Breaches

Coates will take any alleged breaches of this policy seriously. The Grievance Resolution Policy outlines the process and protocols for managing complaints about breaches to this Policy, including investigations as required.

Breaches and complaints of a systemic or serious nature can be reported under the Whistleblower Policy and will be investigated accordingly. The People & Safety team can provide guidance as to the appropriate process.

Any Worker who is found to be in breach of this Policy will be disciplined. This may include termination of employment.

4. Responsibilities

<p>All Coates Employees and Contractors</p>	<p>Ensure that behaviours outlined in this Policy do not occur, and report any of these behaviours as soon as they become aware of the behaviour. Take active steps to prevent the behaviours outlined in this Policy. Treat each other with respect and courtesy. Comply with workplace policies and processes. Participate in any investigation if required and maintain confidentiality</p>
<p>Coates Managers and Leaders</p>	<p>Set appropriate behaviour standards in line with policies, including by acting as a role model for appropriate workplace behaviour and treating people with respect and courtesy. Take active steps to prevent the behaviours outlined in this Policy. Address any inappropriate behaviour immediately. Ensure all complaints are managed and investigated appropriately and in accordance with the Grievance Resolution Policy.</p>
<p>Executive Leadership Team</p>	<p>Ensure every aspect of this Policy is relevant for the business, is reflected in procedures and implemented and adhered to. Initiate, lead and participate in activities to prevent inappropriate behaviour, promote adherence to this Policy, the company values and other related policies and processes.</p>

5. Further Information

Coates has a number of related Policies and Procedures that should be read in conjunction with the Discrimination, Bullying & Harassment Policy that are outlined below. All Individuals who require further information or need clarification of anything contained in this Policy should contact their Leader or People & Safety representative.

5.1 This policy should be read in conjunction with the following legislative or compliance guidelines (if required):

Title	Description
Racial Discrimination Act 1975 (Cth) Sex Discrimination Act 1984 (Cth) Age Discrimination Act 2004 (Cth) Disability Discrimination Act 1992 (Cth) Workplace Gender Equality Act 2012 (Cth) Fair Work Act 2009 (Cth) Australian Human Rights Commission Act 1986 (Cth) QLD - Anti Discrimination Act 1991 NSW - Anti Discrimination Act 1977 VIC - Equal Opportunity Act 2010 SA - Equal Opportunity Act 1984 WA - Equal Opportunity Act 1984 TAS - Anti Discrimination Act 1998 ACT - Discrimination Act 1991 NT - Anti Discrimination Act 2015	Appropriate Federal and State laws and associate regulations

6. Document Control

6.1 Document Review

This document is to be reviewed every 2 years and/or when legislation is changed.

6.2 Related Documents

Document Name	Document Number
Grievance Resolution Policy	HR-POL-010
Code of Conduct	HR-POL-006
Disciplinary Policy	HR-POL-014
Whistleblower Policy	HR-POL-029

6.3 Document History

Version	Date	Author	Approver	Reason
3.2	28/03/2022	Charmaine Hick	EGM People & Safety Elise Manns	Update for legislation, cases and changed title
3.3	22/05/2023	People & Safety	EGM People & Safety Elise Manns	Update sentence structure and revised wording. Removal of redundant clauses

Human Rights Policy

Release Date	4 April 2022
Completed by	People and Safety
Policy Number	HR-POL-018
Document Version	V.1

1. Coates' commitment to Human Rights

Our commitment to human rights is intrinsic to the Coates business and living our value of 'Care Deeply'. For Coates, the safety and wellbeing of its people, customers and communities has always been its highest priority and we wish to ensure that all people who are within or are affected by our sphere of influence have their right to liberty and freedom and their pursuit of happiness respected and upheld.

By acting responsibly and doing the right thing by our people, customers, communities and supply chains, we encourage and expect the same behaviour from our own suppliers and external stakeholders in their support of human rights and the way in which they care for their own people.

2. Scope

This Policy provides the human rights responsibilities that must be met and are incorporated into related policies, processes, frameworks and action plans that apply across Coates and its entities. These requirements include legal and regulatory obligations and voluntary commitments which require the protection of, or respect for, human rights. This includes those relating to modern slavery and land rights.

This Policy is informed by the United Nation's (UN) Guiding Principles on Business and Human Rights and the Universal Declaration of Human Rights and other related conventions.

This Policy applies to all employees and contractors. The United Nations (UN) defines human rights as rights

inherent to all human beings, regardless of their nationality, place of residence, gender, national or ethnic origin, colour, religion, language, or any other status.

This Policy applies to all Coates employees who may seek to involve themselves as a Coates employee or with the Coates brand or provide equipment in community activities. The processes set out in this Policy and associated Policies must be followed to ensure Coates' reputation and equipment is appropriately managed. Without formal approval, authorisation and record keeping, the use of Coates equipment or resources is not permitted.

3. Purpose

The purpose of this Policy is to set out the human rights responsibilities and duties we have towards our employees and the communities that we work with and within, and/or other people affected by our operations.

To uphold a clear standard in our promotion of human rights, we diligent in identifying and preventing risk to human rights that may be caused by our business or supply chain, in line with the UN Guiding Principles.

If contraventions to human rights are discovered that are linked to our business activities, we are committed to transparent remediation and resolution at the highest level.

4. Key Principles:

4.1 Work rights

Slavery, child labour, forced labour and human trafficking, ethical supply chain practice

We actively condemn and reject slavery, child labour, forced labour, human trafficking, debt bondage and will work to ensure that we are not knowingly complicit in these human rights abuses through our business or supply chain. For more information on our commitments in relation to modern slavery, please refer to our [Modern Slavery Statement 2021](#).

Appropriate pay, working hours, collective bargaining

Employees are entitled to fair remuneration and reasonable working hours, suitable leave and termination arrangements that comply with appropriate legislation.

Employees are free to join trade unions and/or participate in collective bargaining agreements.

Discrimination, diversity & inclusion

Coates has in place policies and practices which reflect its commitment to act ethically and with integrity and transparency in regard to its employment practices and to comply with applicable employment laws. These policies include the Discrimination, Bullying & Harassment Policy and Grievance Resolution Policy as well as the Code of Conduct which have been developed to promote a safe and positive working environment.

We are committed to a culture that embraces, champions and encourages inclusion and diversity at every level, providing our employees equal opportunity.

Our employees and contractors should expect to be treated fairly and equally in an environment that is free from bullying, harassment, intimidation and discrimination regardless of age, gender, nationality, race, sexuality, colour, ethnicity, religion or disability.

We also support free expression as long as the expression is not illegal and does not put anyone at risk of harm.

Health, safety and security at work

Employees' health, wellbeing and safety is protected and promoted in the workplace and workers receive ongoing and appropriate training to assist in maintaining their own safety and that of those with whom they work and engage with through their employment. Coates maintains a team of qualified People and Safety specialists to ensure appropriate systems and processes are in place for a safe workplace. Coates also engages a recognised and approved provider of a confidential Employee Assistance Program giving employees and their family members access to counselling services for work and non-work-related matters.

The right for employees to participate in a workplace that is free from the risk of violence, threat and coercion is also upheld by the business. Employees are encouraged to report situations, behaviours or plant/equipment that are or might be unsafe or inappropriate.

4.2. Indigenous Rights

Upholding and respecting the rights of the First Nations People, their culture and connection to land and water is integral to the operation of the business.

Coates 2020 ['Reflect' Reconciliation Action Plan](#) (RAP) supports the National Reconciliation Movement with Aboriginal and Torres Strait Islander peoples and their communities by building relationships and meaningful

opportunities as well as increasing employment participation and supporting local indigenous trading through the procurement of goods and services.

In FY22, the Coates 'Innovate RAP' will focus on further strengthening relationships with Aboriginal and Torres Strait Islander peoples and their representative organisations, engaging employees and stakeholders in reconciliation, encouraging cultural awareness through targeted training, developing and piloting innovative strategies to empower Aboriginal and Torres Strait Islander peoples.

4.3. Community & Stakeholder Engagement

Upholding the human rights of the communities in which we operate as well as striving to create a positive social and sustainable impact is inherent to the way the business operates.

The Coates [Sustainability Playbook](#) outlines the responsibilities our business has towards the communities we interact with by making the appropriate sustainable decisions to protect their environments and all environments that Coates may impact upon or influence through our operations. In addition, the Coates Foundation enables Coates to give back to communities through employee giving, volunteering and donations.

We also promote this Policy on human rights to all stakeholders, including employees, contractors, and suppliers and those involved in our supply chain practices.

4.4. Privacy

We recognise the responsibilities to protect personal information, individual confidentiality, security of data as well as ensuring every individual's right to privacy in accordance with our [Privacy Policy](#).

4.5. Grievances

All employees with a genuine concern in regards to Coates' involvement in activities that cause adverse human rights impacts have access to effective [grievance mechanisms](#) and will be protected from any detrimental treatment in raising their concern/s. Where we identify that we have caused or contributed to human rights harm, we commit to provide for, or cooperate in remediation for those impacted.

Employees can access the Coates Grievance Resolution Policy which encourages the resolution of workplace issues at a workplace level or involving investigation as required.

We encourage employees to raise any concerns you may have with your immediate manager first, and if this is not possible or appropriate, their next level leader and/or Human Resources.

4.6. Whistleblower reports

Serious concerns of misconduct or an improper state of affairs at Coates (that are not personal work-related grievances) can be reported and will be investigated in accordance with Coates' Whistleblower Policy. Please refer to our [Whistleblower Policy](#) for more information as to when this process may apply.

5. Living out our Policy and upholding our responsibilities

Breach of Policy

Any breach of this or other policies are investigated, and action may be taken to address and correct performance, behaviour, or processes not in line with Company expectations. This may include disciplinary action if appropriate.

Awareness, training and communication

Coates will communicate our human rights commitments and expectations to all our people, suppliers and business partners and will work together with those who are in our supplier risk categories to ensure that they understand our expectations and requirements.

Effectiveness of processes & review

The responsibilities referred to above are subject to audit to assess their effectiveness and make any necessary improvements. The assessment process will include an analysis of whether the current policies that Coates has in place have the intended effect of encouraging high and medium risk suppliers to implement essential policies and procedures to combat risk to human rights.

6. Document Control

6.1 Document Review

This document is to be reviewed every 2 years and/or when legislation is changed

6.2 Related Documents

Document Name	Document Number
Whistleblower Policy	HR-POL-029
Coates Foundation Policy	HR-POL-037
Privacy Policy	Not Applicable
Sustainability Playbook	Not Applicable

6.3 Document History

Version	Date	Author	Approver	Reason
1	4 April 2022	Sheridan Jones	Murray Vitlich, CEO	New Statement

Procurement Policy

Release Date: 30 November 2023

Completed by: Procurement

Policy Number: PROC-POL-001

Document Version: 4.0

Contents

- 1. Introduction3
- 2. Definitions (in order of relevance to this policy).....3
- 3. Purpose of this Policy5
- 4. Scope.....5
- 5. Threshold for engagement with Procurement6
- 6. Procurement and Purchasing Requirements6
- 7. General Rules.....7
 - 7.1 Establishing a new Supplier7
 - 7.2 Engaging with the Procurement Team7
 - 7.3 CapEx Orders, HFI, Investment Committee and Board approvals7
 - 7.4 Procurement Activities without Procurement team direct involvement7
 - 7.5 Payment Terms and Reciprocity of Business8
- 8. Environmental and Social Procurement8
- 9. Compliance with Modern Slavery Legislation.....8
- 10. Employee Conduct and Compliance with Procurement and Purchasing activities9
- 11. Document Control.....9
- Appendix 1 – Supplier Enablement process in Baseplan.....10
- Appendix 2 – Stages of a Purchase Order (PO)11
- Appendix 3 – Modern Slavery.....12

1. Introduction

Procurement and Purchasing activities play a crucial role in the achievement of Coates' strategic objectives. Where efficiencies are generated through a supplier relationship, Coates then converts 100% of that saving to its bottom line. Supplier efficiencies also lower the Coates cost of serving its customers and strengthens our competitiveness in the markets in which we operate, thereby enabling growth in Coates revenues. Managing supplier cost effectively also maximises the assets acquired through funds deployed to fleet investment.

This policy guides activities relating to how Coates' employees spend Coates' funds and applies to the activities covered in the areas highlighted in the Scope section. It sets out the minimum compliance controls required for the establishment of any commercial commitment to an external supplier. The policy also sets out the key requirements for purchasing any good or service from a third-party provider and sets the requirements for these commercial engagements.

The Coates Procurement & Purchasing team is responsible for providing commercial acumen, creating, fostering, managing and terminating large-scale relationships with Major (Preferred) suppliers and raising orders for Capital equipment.

Regardless of who completes a Purchasing or Procurement activity, it is the responsibility of every Coates employee to secure the best price for the required quality at the right time and place in accordance with this policy for every supplier interaction. All purchases must adhere to the Coates Hire Authority Matrix when approving any use of Coates' funds.

2. Definitions (in order of relevance to this policy)

Approved Supplier	Any supplier that has been approved by a delegated manager, to supply goods to or provide a service to Coates. This will be evidenced by there being a supplying entity set up for payment in the Coates accounts payable system.
CapEx Spend	Capital Expenditure spend is the acquisition of third-party products that results in a new asset inducted into the Coates' fleet or non-fleet assets such as trucks, operational plant or property upgrades. This requires approval from the Coates Executive Directors via the Investment Committee and/or the Coates Board of Directors.
Conflict of Interest	As per Coates Conflict of Interest policy, this occurs when an individual is in a position to influence a decision or outcome which may result in a personal benefit at the expense of Coates', including a employee's direct interests and those of their family, friends, or other organisations where they may be involved with (including directorships, shareholdings). A Conflict of Interest risks that an individual will make a decision based on, or affected by, personal influences/benefits, rather than in Coates' best interests, whether these are actual, potential or perceived and can be financial or non-financial.
Delegation of Authority	The Delegation of Authority or DOA is a limit of the dollar amount as well as the contract length and type of relationship a Coates employee can approve. It is attached to a role rather than an individual. DoA governs the role holders' ability and financial limits to approve Purchase Orders. The DOA has specified values for different OpEx and CapEx Spend Categories. The DOA must be adhered to in all situations, including new and renewed POs and Contracts. It can be accessed in this link: Coates Authority Matrix
Major Supplier	An external organization providing products or services that are essential to Coates and/or carry a material level of annual spend. This can be determined via a combination of the annual spend with the supplier, the sensitivity of Coates' operations to the product or service supplied, or the risks associated with the area in which the supplier operates.

OpEx Spend	Operating Expenditure is linked to the purchase of products/services that do not add assets to Coates' fleet or other non-fleet assets. Also known as Profit and Loss (P&L) spend, this usually covers branch and corporate expenses such as Fuel, Waste, Uniforms/PPE, Travel, and Stationery.
Preferred Supplier	A Major supplier under contract to provide products or services to Coates. A preferred supplier must be prioritised for supply over an alternative unless there is an exceptional rationale approved by an EGM. All Major suppliers are managed by Procurement and Purchasing. Supplier additions that overlap with product or services identical to those offered by a Preferred supplier dilute Coates' buying power and may be rejected by Procurement and Purchasing to preserve value.
Procure to Pay Process	The Procure to Pay Process (P2P) is the industry standard approach to ordering products and services. It generally follows these five steps: <ol style="list-style-type: none"> 1. Agreement of terms of supply with Supplier 2. Purchase Order approval in line with the DOA 3. Complete a Goods Receipt (GR) or Induction when products or services are delivered 4. Suppliers send invoices once only to accpay@coates.com.au 5. Coates pays for Receipted goods in accordance to our Payment Terms Supplier quotes, POs and Invoices are legal documents.
Procurement	The processes to establish trading relationships with external parties to acquire a product or a service on an on-going, large-scale basis. The procurement process results in the creation of a legal relationship that aligns the supplier product or service to Coates' operational needs. For Major suppliers the process includes market and vendor analysis, negotiation of commercial terms, as well as suitable legal Terms and Conditions, and the approach to ongoing supplier management.
Purchase order (PO)	A formally approved commercial commitment to purchase and pay external parties for the supply of products or services to Coates. The PO indicates the quantity, specification, price, location and time for the supplier to deliver goods and/ or services protected by Coates' Terms and Conditions (Ts&Cs). Stages of a PO are shown in Appendix 2 – Stages of a Purchase Order (PO) of this policy.
Purchasing	The transaction to buy a product or a service, usually resulting in a Purchase Order issued to suppliers via Coates systems.
Total Contract Value	The spend per annum with a supplier multiplied by the number of years in the contract term. For example, the Total Contract Value of a supplier relationship for an entity selling Coates 1,000 filters per year at \$400/filter on a 3-year contract is valued at \$1.2 million.
Total Cost of Ownership	Total Cost of Ownership or TCO refers to all elements of the costs of a product or service, not just its unit price. These can include: <ul style="list-style-type: none"> • Purchase Price or “sticker” price • Delivery costs such as couriers or transport • Installation and/or commissioning for 1st use • Training cost for unfamiliar equipment • Maintenance – whether preventative or reactive • Fuel, parts and consumables for lifetime running • Health, Safety and Environmental costs • Safe, responsible disposal at end of life
Value for Money	Achieving the optimum combination of whole of life costs (Total Cost of Ownership; TCO), including quality, safety and sustainability to deliver maximum efficiency and effectiveness.

3. Purpose of this Policy

Policy Objectives

- To deliver procurement value for Coates and ensure efficient use of organisational funds; .
- To describe the key governance and compliance controls required when any Coates employee or authorised contractor engages a supplier of goods or services for Coates; and
- To provide clear, high level guidance on P2P processes.

Compliance to this policy

Every employees authorised to purchase any Goods or Services on behalf of Coates must be familiar with the content of this policy and comply with the described requirements, guidelines, processes and general rules.

All Coates staff must adhere to [Coates Authority Matrix](#) when carrying out or approving purchases.

4. Scope

This policy applies to all Coates employees and approved contractors authorised by Coates to purchase, approve, or order goods and/or services on behalf of Coates.

Categories in scope, delegated and out of scope of this Policy are listed below. A category is a grouping of similar goods or services with common supply/demand drivers and/or suppliers. Major suppliers within in Scope categories are managed by Procurement and Purchasing, while others are delegated to specific areas of the business. As listed below there is a small subset of spend that is outside of the scope of this Policy. Which category that spend falls into of this scope may change based on specific projects, business needs or as a formal amendment to this document.

Areas of Coates' spend within Scope

- Except where explicitly labelled out of scope, this policy applies to all OpEx and CapEx goods and/or services. purchased from suppliers for both corporate and business units' expenses.
- All payment methods used (purchase/credit cards, digital/portal/catalogue purchasing, direct transfer/debit and any invoices processed through Accounts Payable).
- All interactions and engagements with suppliers.

Areas of Coates' spend in Scope but not managed by Procurement and Purchasing (Delegated)

Expenses managed by teams other than Procurement & Purchasing must comply with the same principles and rules described in this policy. As of this version of this policy, they are:

- Property leases, and branch civil works and renovations
- IT Capital expenses
- Legal services
- Water & Gas Utilities
- Specialised consultancies
- Insurance
- Recruitment services and agencies
- Entertainment services
- Events

Areas of Coates spend out of Scope of this Policy

- Staff remuneration or reimbursements (Payroll)
- Regulatory vendor payments (taxes and duties)
- Customs fees
- Sponsorships and corporate donations
- National or State emergency support
- Customer Refunds

Out of Scope Activities

- Acquisitions
- Divestments

5. Threshold for engagement with Procurement

The table below sets the total spend value threshold for engagement with Procurement and Purchasing, showing the instances where Coates employees can work without Procurement and Purchasing, where they must *consult* with Procurement and Purchasing and when Procurement and Purchasing must manage the full activity. For clarity, consultation means Coates employees must contact a member of the Procurement team for guidance but not necessarily to run the activity. The table also highlights the minimum quotation process required for different spend levels.

Supplier relationships are valued not at the cost of one transaction, but as the spend per annum multiplied by the number of years in the contract term. For example, the Total Contract Value of a supplier relationship for an entity selling Coates 1,000 filters per year at \$400/filter on a 3-year contract is valued at \$1.2 million.

Total contract value	Supplier without a current contract
< \$1,000	Employee must obtain 1 valid quote
\$1,000-\$20,000	Employee must obtain 2 valid quotes
\$20,001 - \$100,000	Employee must obtain 3 valid quotes
\$100,000 - \$499,999	Employee must consult with Procurement and obtain at least 3 valid quotes
>\$500,000	Employee must engage with Procurement & Purchasing before contacting suppliers

Where the supplier is under a current contract or a recently expired agreement and a contract extension or renewal is being sought, best endeavors must be undertaken to ensure that an extension of terms would still be desirable for Coates. This may include benchmarking and tendering activities.

6. Procurement and Purchasing Requirements

For every purchase of goods and/or services, all Coates staff must work with suppliers to:

- Ensure they meet Coates' quality, safety, quantity, price, location and timely delivery requirements
- Adhere to our Code of Conduct and other policies, reinforcing Coates' values
- Improve the safety and quality of their offering
- Comply with international, federal, state, the Modern Slavery act and other ESG regulations, and advise Coates of any potential breach that arises from engaging them
- Reduce Coates' exposure to external risks
- Seek innovative products and/or services that offer Coates a competitive advantage

Major Suppliers

For Major suppliers, the Procurement & Purchasing team is responsible for managing the commercial relationship through the following:

- Delivering Value for Money through careful assessment and selection of suppliers who maximise the commercial benefits to Coates. A key contributor to this outcome will be the application of processes such as market tenders and targeted market comparisons (quotations). They must supply safe and fit-for-purpose products in full and on time, reduce Coates risks exposure, and bring innovation to the business at the lowest possible Total Cost of Ownership
- Seeking synergy among the different parts of our business to standardize requirements and amalgamate demand.

- Leveraging Coates' size and scope of operations, making sure suppliers prioritize work for us where possible at the best price.
- Fostering competition in the market, either through running tendering activities or other advanced procurement processes that drive competition and thus value for money.
- Maintaining security of supply for business-critical products and/or services.
- Developing long-term, commercially viable, sustainable relationships with Major or Material suppliers.
- Incentivize suppliers to engage with Indigenous and Social enterprises, reducing emissions and waste from their operations and producing environmentally friendly goods and/or services.

7. General Rules

Purchasing and Procurement activities represent a large financial commitment and have the potential to create opportunities for growth or present operational risks. In line with [Coates Supplier Code of Conduct](#), the [Coates Code of Conduct](#), policies listed in this document and other relevant guidelines, all Coates employees must follow these rules.

7.1 Establishing a new Supplier

- All requests for a new supplier must be approved (via the Rapid New Supplier Request Workflow) by a procurement manager or a manager provided delegated authority by the GM Procurement and Purchasing. Refer to Appendix 1 – Supplier Enablement process in Baseplan.
- Procurement and Purchasing retains the responsibility to assess and approve or reject new supplier requests to ensure these do not overlap with existing Preferred suppliers or dilute volumes to Coates' detriment.

7.2 Engaging with the Procurement Team

- Coates employees must consult with Procurement and obtain at least 3 quotes for any activity with a total contract value between \$100,000 and \$499,999.
- Before contacting suppliers and as early as possible, Coates employees must engage with Procurement so they can lead procurement activities with a total contract value over \$500,000.
- CapEx (fleet equipment and other Coates assets) quotes must be sourced from Baseplan and/or the purchasing team. Except where the role requires it, non-Procurement and Purchasing team members should not approach suppliers for quotes unless there are unique circumstances (e.g. floor stock in Coates specification becomes available).

7.3 CapEx Orders, HFI, Investment Committee and Board approvals

- Only the Procurement & Purchasing team can create CapEx POs after the HFI/Investment Committee/Board approval has been secured.
- No Coates employee can edit/split orders or manipulate unit price/quantity and/or specifications to undermine approvals.

7.4 Procurement Activities without Procurement team direct involvement

Where this policy allows for the execution of procurement activities without involvement of the Procurement team, all Coates employees must observe the following:

- Decisions to award work to suppliers must be made in consideration of the Total Cost of Ownership and not just the sale price, including price per unit, transport, certification and commissioning costs, foreseeable maintenance and part costs, upgrade and overhaul costs, and environmentally sound disposal costs.
- An issued and approved Purchase Order (PO) is necessary before awarding work to suppliers, delivery of items and/or commencement of services. For the avoidance of doubt, this means verbal, email, text or other instructions to suppliers are invalid without an approved PO.
- Orders cannot be edited/split or unit prices/quantities and/or specifications varied to fit budgets or invoiced amounts.

- Expenditure must be represented as the total cost over the term for approval, not per transaction and never split across multiple orders to conceal the true extent of the commitment intentionally or unintentionally.
- Only approved representatives can enter, vary and terminate agreements with suppliers based on [Coates' Authority Matrix](#). For the avoidance of doubt, employees not in the Matrix are prohibited from engaging in contractual discussions with third parties.
- Coates employees engaging in Procurement or Purchasing activities must keep proper documentation, including evidence of quotes, approvals and variations.
- Under no circumstances can an employee utilise PO for personal use.
- To reduce the incidence of Invoice rejections, the PO quantities and price must match those in the GR/Induction and supplier invoices. This is a best practice process known as “three-way matching”, which simplifies and speeds up payments to suppliers.

7.5 Payment Terms and Reciprocity of Business

- Coates payment terms must not be lower than 45 days EoM except as approved beforehand and in the appropriate system by the GM Procurement and Purchasing. Such exceptions may be granted for small to medium enterprises or on other appropriate but limited business reasons and are the sole discretion of the GM Procurement and Purchasing.
- No supplier agreement will be entered with a supplier on a reciprocal basis; that is, establishing relationships in order to secure a customer's business unless approval has been given by the CFO.

Any deviation from this policy shall not be permitted unless authorised in writing beforehand by the GM Procurement and Purchasing.

8. Environmental and Social Procurement

Coates commits to seeking supplier solutions which result in reduced energy use, waste and emissions generated wherever possible and practicable. Suppliers' environmental objectives, values and principles must align with Coates. Procurement activities will focus on the use of renewable energy, reduction of general solid waste and increases in recycling and recovery rates where possible.

Coates recognises the ability to generate social value through procurement initiatives and will seek to work with Indigenous and social enterprises where possible to ensure that our diversity principles are represented across the Coates supplier base.

To be classified as Indigenous, Social or Diverse, suppliers must either:

- Be at least 50% Indigenous, First Nations and/or Torres Strait Islander owned
- Have a defined primary social, cultural or environmental purpose consistent with a public or community benefit, and
- Invest resources and profits into their Community and/or social purpose such that they outweigh private benefits

9. Compliance with Modern Slavery Legislation

Coates is committed to practicing the highest level of ethical sourcing of goods and services. Under the Modern Slavery Act 2018 (Cth), entities with an annual turnover of \$100m are required to submit a public report identifying and assessing the risk of modern slavery practices within its business operations and supply chains, and the measures implemented in addressing those risks.

Modern Slavery refers to situations where coercion, threats or deception are used to exploit victims and undermine or deprive them of their freedom. Examples include slavery, slavery like practices, servitude, sale and exploitation of child labour, forced labour, human trafficking, debt bondage, forced marriage and deceptive recruiting for labour or

services. It includes situations where the victims are essentially 'owned' by their employers and their freedoms are controlled by the employer.

Although practices such as substandard working conditions or underpayment of workers are illegal, they are not considered as modern slavery practices, however, they may escalate into modern slavery if not addressed.

Coates utilizes multiple tools and processes maintain governance over and monitor its supply chain for Modern Slavery risks to ensure that none of its suppliers wilfully engage in Modern Slavery. This includes this and other policies such as [Human Rights Policy](#), its onboarding forms and processes, its supplier [Code of Conduct](#) and Terms and Conditions in POs and contracts. The Procurement and Purchasing team engages in proactive monitoring including surveys, one on one interviews with suppliers, investigation and remediation of ad-hoc claims and engagement with third party organizations where needed, all with the aim of eradicating the risk of Modern Slavery in Coates' supply chain. In instances where Coates investigates a supplier for suspected Modern Slavery, Procurement and Purchasing can elect to remediate the action or terminate the supplier relationship if deemed the appropriate action. Details of Coates Modern Slavery Statement are set out in Appendix 3 – Modern Slavery

10. Employee Conduct and Compliance with Procurement and Purchasing activities

Employees must maintain a high standard of probity, conduct and integrity to avoid any unfavourable perception that would erode confidence in how our procurement processes are conducted.

- Any familial, personal or professional relationship with vendors or suppliers which can become an actual, potential or perceived conflict of interest must be managed in accordance with the Conflict of Interest policy. If a conflict is identified, Coates employees must abide by the policy, disclose the conflict of interest and remove themselves from the procurement or purchasing activity.
- Employees will not seek any gifts, hospitality or any other benefits from any external third party as described in the [Gifts and Donations policy](#).
- Gifts and/or hospitality MUST BE declined when the third party offering them is part of an active or future tender (current financial year) or where they are designed to create an obligation/influence over Coates' business decisions.
- All offered gifts or hospitality must be recorded in the [appropriate register](#). In no instance will cash or cash equivalent gifts of any value be solicited or accepted.
- Any offers of employment, where a vendor or supplier discusses the possibility or outright offers employment to a Coates procurement team member employment during or after the completion of a procurement process, the offered team member must inform the Group Manager Procurement.

Failure to adhere to these rules and to the requirements within this Policy and associated processes will, following investigation as required, likely result in disciplinary action, up to and including termination of employment.

11. Document Control

Date of Approval:	30 November 2023
Date of Review:	2 years from Date of Approval
Approved By:	Jeff Proctor
Policy Owner & Reviewer	Name: Jeff Proctor Title: Chief Financial Officer
Document Code:	PROC-POL-001
Version history and modifications:	Version 4.0 Minor revisions to policy
Classification:	PUBLIC
Superseded:	Version 3.0
Related Documents:	Delegation of Authority Policy, Gifts and Donations Policy, Coates Code of Conduct, Supplier Code of Conduct, Conflict of Interest Policy, Human Rights Policy

Appendix 1 – Supplier Enablement process in Baseplan

Establishing a new supplier in Baseplan

- All requests for a new supplier are to be undertaken through *Rapid New Supplier Request* workflow.
- Within the workflow all new suppliers will be reviewed by Procurement & Purchasing.
- Procurement & Purchasing will review all *New Supplier Requests* and will approve only the requests where an existing Preferred and/ or Approved supplier arrangement cannot meet the requirements.
All conflicts of interest between a supplier and a Coates Hire employee needs to be declared. Procurement & Purchasing or Shared Services will determine the materiality of the conflict and whether the supplier can be engaged. The CEO or CFO can only approve an exception of conflict of interest.
- All approved New Supplier Requests are entered into Baseplan by the Shared Services team.
- To ensure separation of duties Shared Services has the only authority to create new, amend and delete supplier profiles within Baseplan.

Establishing a new supplier contract or renewing an existing Supplier

- No supplier contract or contract renewal with an expected term of greater than twelve (12) months can be committed to on behalf of Coates Hire without the endorsement of Procurement & Purchasing.
- All requests for supplier contracts with an expected term of twelve (12) months or greater, including renewals of existing contracts, must be sent to Procurement & Purchasing for review. The request must be issued through the relevant ELT member and all DOA requirements whether for a new, renewed or extended contract must be adhered too. Requests are to be sent to Procurement@coateshire.com.au

Cancelling an existing Supplier contract

All requests for supplier contract cancellations to be forwarded to Procurement & Purchasing.

Periodically Group Finance will review and delete suppliers from Baseplan that trigger the following conditions:

- Supplier is a sponsorship or a subscription with no spend for 18 months;
- All other suppliers have no spend to the supplier over the last 13 months;
- The supplier spend can be managed through another Preferred and/ or Approved Supplier;
- The Supplier has failed to meet the supplier Terms and Conditions or the Coates Hire supplier Code of Conduct;
- Supplier has a material conflict of interest with Coates Hire;
- The Supplier imposes an unmanaged level of risk which could damage the Coates Hire brand;
- Supplier has increased pricing to a level considered uncommercial.

Appendix 2 – Stages of a Purchase Order (PO)

A PO has various stages as stated below:

- Open: The order has been created but is not fully approved under Coates' Delegation of Authority. Any Open PO aged >1 month will need to be cancelled by the initiator.
- Confirmed: The PO has been approved under DoA. Any Confirmed PO aged > 6 months which has not had any receipts will need to be cancelled by the initiator except for CapEx orders.
- Partially Received: PO with multiple lines has part of the goods and/or services received Any Partly Received PO aged > 12 months which has not had all receipts will need to be cancelled by the initiator except for CapEx orders.
- Completed: PO has been fully receipted and finalised.
- Invoiced: Invoice paid.

Appendix 3 – Modern Slavery

The Three P's:

Coates has adopted the following 'three P's' in its attempts to identify, address and take action relating to modern slavery risks that may exist in its supply chains:

1. **Policy:** Implementing policies such as this document to prevent, detect and eradicate Modern Slavery practices within the supply chains;
2. **Processes:** To identify vulnerabilities in the supply chains and conduct risk assessments such as that set out below
3. **Planning:** For remedial actions that may be required.

Modern Slavery Risk Assessment:

The purpose of the Modern Slavery Risk Assessment process is to identify businesses with a high risk of engaging in modern slavery practices, either directly or through its supply chain. Factors to be considered when making an assessment include: .

- Countries where the supplier produces its goods and services, or where it sources materials from;
- What policies the supplier has in place to protect its employees from modern slavery practices including but not limited to employment policies, human rights policies;
- Whether the supplier has been investigated or prosecuted in connection with modern slavery practices;
- Whether the supplier has been investigated or prosecuted in relation to severe breaches of employment and/or safety laws;
- What due diligence processes the supplier has in place to mitigate modern slavery risks within its own business and also in its supply chain; and
- Any other factors that may seem relevant and necessary.

SUPPLIER DETAILS

Legal name:

Trading name:

ACN:

ABN:

Mailing address:

Business address:

Phone number:

Contact email address:

Supplier safety contact/administrator email address:

ENGAGEMENT DETAILS

Details of Goods and/or Services offered:

Pricing Card attached?

Yes

No

Modern Slavery; Is the Supplier a company required to submit a Modern Slavery Statement as defined by the Australian Federal Government Modern Slavery Act or NSW Modern Slavery Act?

Yes
(Attach your statement)

No

Modern Slavery; Is the Supplier a company with approved policies and procedures that outline your approach to mitigate and report on modern slavery in your operations and your supply chain?

Yes
(Attach details)

No

Aboriginal and Torres Strait Islander; Is the Supplier a business at least 50% Indigenous and/or Torres Strait Islander owned and operating from Australia?

Yes

No

Small Business; Is the Supplier a business which has a turnover of less than \$10m per annum for the most recent income year?

Yes

No

Other; Is the Supplier providing Transport services for Coates?

Yes

No

Is the Supplier providing Goods/Services to Coates whereby they carry out work directed by Coates on a Coates controlled site?

Yes

No

LEGAL DETAILS

Is the Supplier a party to any judgments, claims, or lawsuits pending or outstanding?

Yes

No

If yes, please provide details:

Has the Supplier or a related entity (director, subsidiary, holding company) of the Supplier had any legal proceedings brought against it in the past 3 years or been made aware of any threatened or pending litigation?

Yes

No

If yes, please provide details:

BANKING DETAILS

Bank account name:

Bank:

BSB:

Account number:

Payment email address:

By executing this New Supplier Application, the Supplier:

1. agrees that the supply of all Goods and Services by the Supplier will be governed by the Coates Purchase Order Terms and Conditions, and any agreed amendments, should this application be approved by Coates unless the Parties execute another agreement which the Parties agree are to govern the supply of any particular Goods and Services;
2. consents and authorises Coates to obtain any information about the Supplier's commercial credit or business history from a credit reporting agency for the purposes of assessing the suitability/sustainability as a Supplier to Coates;
3. unless otherwise prevented by law, consents and authorises Coates to collect from, store, use, disclose to or exchange with a credit reporting agency, government authorities, solicitors, mercantile agents, insolvency administrators, insurers, insurance brokers and persons involved with the collection of trade debt, information about the Supplier's commercial credit worthiness or business history in order to notify the Supplier of any pending defaults with respect to overpayment of invoices made by Coates to the Supplier and/or to collect such overpayment of invoices; and
4. warrants that the person executing this New Supplier Application is authorised to do so on behalf of the Supplier and binds the Supplier.

EXECUTED ON BEHALF OF THE SUPPLIER

(Signature of authorised person)

(Signature of authorised witness)

(Print name / Date)

(Print name / Date)

(Position / Title)

(Position / Title)

1. **Supply of goods and/or services**
 - 1.1. The Supplier agrees to sell and Coates agrees to buy the Goods and/or Services on and subject to the Order and these Purchase Order Terms and Conditions ("the Terms").
 - 1.2. These Terms constitute the entire agreement and supersede any other agreement or understanding between the parties. If the Supplier's terms are supplied with the Goods or Services, those terms will be of no legal effect (even if any representative of Coates signs those terms or annexes the terms and conditions to any Order).
 - 1.3. The Supplier must, in supplying the Goods or performing the Services, comply with the Coates Code of Conduct.
 - 1.4. On request by Coates, the Supplier must provide any information and assistance reasonably required by Coates on any matter relating to the Goods and/or Services.
2. **Delivery**
 - 2.1. The Supplier must deliver the Goods to the Delivery Address by the Delivery Date.
 - 2.2. The Supplier must ensure that the Goods are suitably packed to avoid damage in transit or in storage.
 - 2.3. Packages must be marked with the Order number, item number, destination, contents, quantity, date and method of dispatch and weight of each package.
 - 2.4. On reasonable notice, the Supplier must provide and procure for Coates (and its representatives) full access to all premises and locations to allow Coates to inspect the Goods at any time prior to their Delivery.
3. **Title**
 - 3.1. Title in the Goods passes to Coates upon delivery.
4. **Price**
 - 4.1. Coates must pay the Supplier the Price for the Goods and/or Services based on the rates and quantities set out in the Order.
 - 4.2. Coates may direct the Supplier to alter, add to or omit all or part of the Goods and/or Services. The price for such variation will be based on the rates set out in the Order unless otherwise agreed by the parties.
 - 4.3. The Price is inclusive of all costs incurred by the Supplier in the supply of the Goods and/or performance of the Services.
 - 4.4. If GST is imposed on any supply made by the Supplier under or in connection with the Order, the Supplier must provide Coates with a valid tax invoice before Coates will pay the GST
5. **Invoicing**
 - 5.1. The Supplier must provide to Coates a Supplier Delivery Document upon delivery of the Goods and/or completion of the Services. All invoices must include an Order Number and must be submitted to Coates in a timely manner (and no later than 12 months from the date of providing the Goods and/or Services). To the extent permitted by law, Coates reserves the right to reject payment of any invoice that has not been presented by the Supplier in a timely manner.
 - 5.2. Coates is not obliged to pay any invoice or part of the invoice that has not been submitted in accordance with the Terms (including but not limited to invoices submitted without an Order Number) or which relates to Goods or Services that have not been accepted by Coates and are the subject of a Dispute (as defined in clause 8.1).
 - 5.3. Subject to clause 5.1 and 5.2, Coates will pay all invoices that comply with the Terms within 45 days from the end of the month in which the invoice was received, except where Coates disputes the Supplier Delivery Document or invoice, in which case:
 - a) Coates may withhold payment pending resolution of the Dispute; and
 - b) if upon resolution of the Dispute, it is determined that Coates must pay an amount to the Supplier, Coates must pay that amount within 14 days of such resolution.
 - 5.4. Coates may reduce any payment due to the Supplier under the Terms by any amount which the Supplier must pay Coates, including costs, charges, damages and expenses and any debts owed by the Supplier to Coates on any account whatsoever. This does not limit Coates' right to recover those amounts in other way.
6. **Quality**
 - 6.1. The Supplier warrants that:
 - a) the Goods and/or Services match the description referred to in the Order, and conform to all relevant specifications, drawings, samples and descriptions;
 - b) the Goods and/or Services are fit for Coates' intended purpose;
 - c) the Goods are of reasonable quality and, unless otherwise specified in the Order, are new;
 - d) the Services will be performed in a thorough, professional and competent manner using the standard of care, skill and diligence that would
7. **Defective goods and services**
 - 7.1. If, any of the Goods or Services are found to be Defective, Coates may, at the Supplier's cost:
 - a) return the Defective Goods to the Supplier;
 - b) reject the Defective Services;
 - c) repair or make good the Defective Goods; or
 - d) re-perform or make good the Defective Services.
 - 7.2. The Supplier must at the Supplier's cost, if requested to do so by Coates:
 - a) repair or replace the Defective Goods;
 - b) re-perform or make good the Defective Services; or
 - c) reimburse Coates for any expenses incurred in repairing, re-performing or making good (as the case may be) any Defective Goods or Services.
8. **Dispute resolution**
 - 8.1. If a difference or dispute between the parties arises in connection with an invoice or the subject matter or interpretation of the Terms ("Dispute"), either party may give the other party written notice of the Dispute identifying and providing details of the Dispute ("Dispute Notice").
 - 8.2. Within 7 business days of receipt of the Dispute Notice, representatives of the parties having authority to bind the parties shall discuss the Dispute ("Dispute Meeting").
 - 8.3. Providing the provisions of this clause have been complied with and the Dispute has not been resolved within 10 business days following the Dispute Meeting,
9. **Intellectual property**
 - 9.1. If the Supplier is manufacturing or procuring the manufacture of the Goods and the Goods are required to be manufactured or fabricated to Coates' specifications or special requirements (and are not goods of the type ordinarily manufactured by the Supplier or the Supplier's sub-contractors) Coates will own all intellectual property rights of any kind that arise as a result of, or in the course of, the design or manufacture of the Goods.
 - 9.2. If the Services are required to be performed to Coates' specifications or special requirements Coates will own all intellectual property rights of any kind that arise as a result of, or in the course of, the performance of the Services.
 - 9.3. The Supplier will do all necessary acts to give effect to Coates' rights under clauses 9.1 and 9.2.
 - 9.4. The Supplier warrants that the supply of the Services and Goods to Coates, the use of the Goods by Coates or any resale or hiring out of the Goods by Coates will not infringe the intellectual property rights of any person and Coates will not have to pay any licence fee, royalty or other amount to any person in connection with the Services or Goods.
10. **Liability and indemnity**
 - 10.1. The Supplier shall indemnify and hold Coates harmless against any claim, action, damage, loss, liability, cost, charge, expense, outgoing or payment (including any legal costs on a full indemnity basis) arising out of, or in connection with, the supply of the Goods or Services in respect of:
 - a) personal injury to, or the death of, any person;
 - b) loss of, damage to, or loss of use of, any property, including property of Coates;
 - c) any claim that the Goods and/or Services infringe the intellectual property rights of a third party;
 - d) a breach of clause 6 or 7 of these Terms; and
 - e) any other claims arising from any wrongful or negligent act or omission by or on behalf of the Supplier or the Supplier's Personnel, in connection with the supply of the Goods or Services (including, but not limited to, a breach of the Terms).
 - 10.2. The Supplier is responsible for all acts or omissions of the Supplier's Personnel in relation to the provision of the Services and supply of the Goods.

10.3. The Supplier must remedy any environmental damage or degradation resulting from the Supplier's actions or omissions.

11. Chain of Responsibility obligations

- 11.1. The Supplier must:
- comply with all Chain of Responsibility legislation and must ensure that any activity relating to the supply of the Goods and/or Services is undertaken in accordance with the Supplier's Chain of Responsibility obligations;
 - ensure that any of the Supplier's transport subcontractors are contractually bound by similar Chain of Responsibility obligations to those set out in this clause.
- 11.2. The Supplier will allow Coates to audit the Supplier's records to ensure that the Supplier has proper processes in place to manage the Supplier's Chain of Responsibility obligations.

12. Modern slavery

- 12.1. Without limiting the Supplier's obligations elsewhere in these Terms or otherwise, the Supplier must:
- 12.2. comply with all obligations under the Modern Slavery Laws;
- 12.3. have and maintain adequate and reasonable policies and procedures to prevent, detect, assess, manage and remedy modern slavery risks in the Supplier's operations and supply chain;
- 12.4. provide any information Coates requires and comply with Coates' directions to enable Coates to comply with Coates' obligations under the Modern Slavery Laws; and
- 12.5. keep records adequate to demonstrate compliance with this clause.

13. Exclusions from small business contracts

- 13.1. If these Terms constitute a 'small business contract' (as that term is defined in the ACL) then Clause 15.4 (21 days to lodge a claim) will not apply.

14. PPSA

- 14.1 The Supplier acknowledges and agrees that it will not register any PMSI under the PPSA in respect of the Goods and/or Services without the prior written consent of Coates.
- 14.2 In the event Coates provides its consent pursuant to clause 14.1, the Supplier acknowledges and agrees that Coates will not be responsible for:
- the preparation and registration of the financing statement or financing change statement; and
 - payment of any fees associated with the registration.

14.3 The Supplier is obliged, at all times, to give Coates notice if the Supplier's security interest is assigned to another party.

15. General

- 15.1. Either party may terminate an Order in its absolute discretion by giving the other party 7 days' notice in writing prior to the Delivery Date. In such case no Price will be payable by Coates. Termination of the Order pursuant to this clause shall be without prejudice to the rights of either party which accrued before termination.
- 15.2. Coates may terminate an Order with immediate effect where it reasonably believes that the Supplier has breached the Code of Conduct in any material respect. The only Price payable to the Supplier following termination of the Order will be for Goods or Services delivered to Coates in accordance with the Terms prior to the breach.
- 15.3. Any amount paid by Coates to any subcontractor or supplier of the Supplier pursuant to any notice of claim served on Coates by such subcontractor or supplier under the Building and Construction Industry Security of Payment Act 1999(NSW) or the Building and Construction Industry Security of Payment Act 2002 (Vic) (or any other similar or equivalent legislation in other states or territories) shall be a debt due and payable by the Supplier to Coates.
- 15.4. Coates shall have no liability to the Supplier in respect of any matter in connection with the Order unless a claim together with full particulars is lodged with Coates within 21 days of the occurrence of the event on which the claim is based.
- 15.5. If any provision or part of any provision of the Terms is unenforceable, such unenforceability shall not affect any other part of such provision or any other provision of the Terms.
- 15.6. Delivery acronyms such as FCA, FOB, CIF shall be interpreted in accordance with INCOTERMS 2000 edition.
- 15.7. The Terms shall be governed by the laws of New South Wales and the Parties agree to submit to the jurisdiction of the Courts of that state.
- 10.8 Coates agrees that it will deal with all personal information provided by the Supplier in accordance with its legal obligations and the Coates Privacy Policy, a copy of which is available on the Website.

10.9 If the Supplier subcontracts any part of the Services:

- The terms of the subcontract must be consistent with the Terms;
- The Supplier's obligations are not lessened or otherwise affected by subcontracting the performance of those Services; and
- The Supplier is responsible for ensuring their subcontractors' compliance with the Code of Conduct.

16. Definitions

ACL means the Australian Consumer Law, which is contained in Schedule 2 of the *Competition and Consumer Act 2010* (Cth).

Chain of Responsibility means legislation that extends liability for Road Law offences to all parties whose actions, inactions or demands influence conduct on the road..

Coates means Coates Hire Operations Pty Limited ACN 074 126 971 or the Coates entity named in the Order.

Code of Conduct means the Coates Code of Conduct, a copy of which is available on the Website.

Defective means Goods and/or Services (or any aspect of them) which are not in accordance with the Order or which are damaged, deficient, faulty, inadequate or incomplete.

Delivery Address means the place for delivery specified on the Order.

Delivery Date means the delivery date specified on the Order, or a date subsequently notified in writing by Coates to the Supplier.

Goods means the goods, if any, described in the Order.

GST has the meaning given to that term under the *A New Tax System (Goods and Services Tax) Act 1999* (Cth).

Law means:

- Commonwealth, State and local government legislation including regulations, by-laws, orders, awards and proclamations;
- common law and equity;
- authority requirements and consents, certificates, licences, permits and approvals (including conditions in respect of those consents, certificates, licences, permits and approvals); and

d) guidelines of Authorities with which the Supplier is legally required to comply.

Modern Slavery Law means any modern slavery legislative requirements in any jurisdiction that are applicable to the Supplier, Coates or this Agreement, including the *Modern Slavery Act 2018* (Cth) and the *Modern Slavery Act 2018* (NSW).

Order means the purchase order issued by Coates to the Supplier from time to time containing, amongst other things, a description of the Goods and/or Services.

Order Number means a 7 digit number, which appears on all valid Orders.

PPSA means the Personal Property Securities Act 2009 (Cth) (as amended) and any other legislation and regulations in respect of it and the following words in clause 14 have the respective meanings given to them in the PPSA: financing change statement, financing statement, purchase money security interest (or "PMSI"), register, registration and security interest.

Price means the price set out in the Order which is exclusive of GST, but is inclusive of all other costs & charges.

Road Law means any law, regulation or rule relating to the use of a road, restrictions on driving hours (in whichever legislative instrument those requirements may appear), mass, load and restraint requirements for the carriage of goods, dangerous goods, environmental impacts and speed and traffic requirements & includes the Heavy Vehicle National Law.

Services means the services, if any, described in the Order.

Supplier means the party identified as such in the Order.

Supplier Delivery Document means a delivery document, dispatch note, time sheet, claim form or such other document which evidences the delivery of Goods or performance of Services.

Supplier's Personnel means the Supplier's officers, employees, agents, consultants, contractors and subcontractors.

Website means <http://www.coates.com.au/>

Coates Hire Operations Pty Ltd (“Coates”) is committed to conducting business in a safe, accountable, environmentally responsible and ethical manner in compliance with all applicable laws and Coates’ values. Coates seeks to engage Suppliers who share these values and conduct.

This Supplier Code of Conduct sets out Coates’ expectations of its Suppliers, contractors, consultants, agents and other providers of goods and services ("Suppliers") who do business with Coates. Compliance with this Code is a requirement for Suppliers seeking to conduct business with Coates. Coates’ Suppliers must adhere to this Code of Conduct and Coates’ values at all times when working with Coates. Coates’ values are:

Caring Deeply about the safety and wellbeing of our people, workers, customers and communities in which we operate in. Coates shows commitment to this through the implementation of workplace policies and procedures that promote a workplace that is a safe and positive environment free from discrimination, bullying and harassment.

Being **Customer Focused** by helping Coates and our customers achieve their goals and delivering above expectations at every opportunity. Our customers value us because we deliver the best range, best support, and best expertise. Coates behaves ethically in all interactions, protects its brand, is relentlessly focussed and strives for excellence.

Acting as **One Team** demonstrating that our partnership success is dependent upon the energy, intelligence and contribution of the collective. We work as one collaborative, passionate and inclusive team to deliver solutions that go above expectations. We strive to build a culture of comradery that helps drive a high performing, productive, accountable and supportive team that promotes wellbeing.

Being our Best to ensure we maintain our reputation, uphold integrity and business ethics and exercise good judgement in decision making. We ask that each of our Suppliers put in their best effort to keep Coates’ best interests at heart when partnering with Coates.

Coates requires its Suppliers to comply with the following:

Health and Safety - Ensuring a physical and psychosocial safe working environment for Coates’. employees, contractors and visitors is of the utmost importance to Coates. Coates’ Suppliers must comply with the following minimum Health and Safety requirements:

- Adhering to Coates’ Health and Safety policies, procedures, and site rule requirements during the course of work for Coates;
- Adhering to Coates’ Health and Safety inductions, training and instructions required for safe work;
- Adhering to all lawful directions given by Coates’ representatives;
- Ensuring they provide all such information and assistance to Coates as reasonably required in connection with any safety investigation;
- Ensuring that its employees, agents and contractors entering Coates’ premises behave in a safe manner, are properly qualified and skilled, and are of such character as not to prejudice safe working practices, the safety and care of property, or the continuity of work;
- Promptly notify Coates of any work-related injuries and illnesses occurring in the course of working with Coates.
- Promptly notify Coates of any actual or threatened risk to workplace health and safety;
- Ensuring that its employees always wear and use the required protective clothing and equipment, and are not under the influence of drugs or alcohol.

Law, codes, and standards - Suppliers must comply with all relevant laws, codes and standards in the conduct of any work they do for Coates and ensure that they have appropriate written policies, procedures and systems in place to ensure compliance.

Risk Management - Coates prefers Suppliers with comprehensive and documented risk management frameworks, which cover safety, psychosocial, environmental, social and corporate governance risks. At a minimum, Coates’ Suppliers must implement policies and practices aimed at identifying risks, vulnerabilities and compliance obligations and must facilitate risk awareness and mitigation within their businesses.

Corporate Governance and Ethics - Coates seeks to engage Suppliers who are shown to have strong governance frameworks and who adopt high ethical standards. Coates’ Suppliers must be able to demonstrate compliance with all applicable laws and regulations on bribery and corruption. Suppliers must not offer gifts, hospitality or engage in bribery, fraud and/or other anti-competitive, illegal practices when engaging with Coates staff. They must disclose any conflicts of interest and must not engage in works where potential or real conflicts exists due to directorships, familial, personal or other beneficial ownership relationships exist.

Environmental Management – Coates seeks to reduce environmental impacts of activities occurring within its supply chain. Ensuring environmentally responsible practice is of the utmost importance to Coates. Coates’ Suppliers must comply with the following minimum requirements:

- Comply with all relevant laws, regulations and standards on environmental management and reporting;
- Implement and maintain a written environmental policy, processes and procedures;
- Establish and maintain a data collection process that supports environmental reporting and compliance with legislative and other requirements, and report data upon request;
- Maximise the efficient use of natural resources, energy, water and raw materials and minimise pollution and waste;
- Promptly notify Coates of any actual or threatened environmental harm occurring in the course of work for Coates;
- Conduct business in a way that will minimise adverse effects on the environment.

Labour policies, human rights and non-discrimination - Coates is committed to respecting and protecting human rights and supports responsible labour practices that contribute to a fair and inclusive workplace.

Modern Slavery – Coates’ Suppliers must not use any form of Modern Slavery practices (including forced or involuntary labour, child labour, human trafficking, debt bondage or deceptive recruitment) and must comply with all international standards and domestic regulations relating to Modern Slavery, the exploitation or deprivation of liberty of workers, or the employment of children. Suppliers must actively support Coates in monitoring, assessing, addressing and remediating risks and instances of Modern Slavery in their operations and supply chains. Suppliers must maintain processes and policies aiming to eradicate Modern Slavery in their supply chain regardless of the size and location of their operations, and provide information and reasonable assistance to Coates about such risks and their actions to address them.

Equal rights and non-discrimination - Suppliers must operate an inclusive workplace that is free of discrimination, harassment, bullying and other unlawful conduct.

Fair wages, benefits and conditions - Suppliers must comply with all applicable laws relating to wages, working hours and legally mandated benefits.

Legal compliance and workplace policies - Suppliers must comply with all relevant laws and regulations relating to human rights, employment practices, benefits, health and safety, psychosocial risks and anti-discrimination. Suppliers must have written workplace policies and standards that include equal opportunity, anti-discrimination, anti-harassment and anti-bullying principles, as well as freedom of association and absence of retaliation for lawful whistle-blowing or other valid concerns about the Supplier’s operations and business dealings.

Supply chain - At a minimum, Coates’ Suppliers must ensure that any person or organisation in their supply chain complies with the principles outlined in this Supplier Code of Conduct. Coates’ Suppliers shall take reasonable steps to encourage their own suppliers in a constructive and collaborative manner to improve their social, environmental, and ethical performance. Suppliers must maintain records, contracts and systems that replicate the requirements of this Code of Conduct for their own suppliers and allow visibility of places of manufacture, labour practices, use of raw materials, generation of waste and production of emissions. Suppliers must record supply chain issues and notify Coates in instances where those may present an operational, commercial, reputational or legal risk to Coates. Such information may be required by Coates and audited provided reasonable notice and with respect to commercially sensitive and private information.

Release Date **February 2022**

Completed by **Legal**

Policy Number **HR – POL - 029**

Document Version **V.3**

1. Purpose and Scope

The purpose of this Policy is to support a culture of ethical behaviour, good corporate governance and compliance with Coates' legal and regulatory obligations.

This Policy:

- Confirms that Coates provides an independent, external, third party reporting channel for employees and external parties (i.e. 'Whistleblowers') to disclose actual and suspected unethical, unlawful or inappropriate conduct without fear of intimidation, disadvantage or reprisal. These reports can be made through a Whistleblower Service.
- Clarifies that the Whistleblower Service is not to be used for normal dispute and grievance resolution processes for employment related matters available to employees of Coates via industrial instruments and the Coates Grievance Resolution Policy.
- Sets out the process for reporting concerns and the investigation of those concerns. It provides information about support, protections and remedies that persons may be eligible to access when making a report.
- Applies to all Coates employees, contractors and visitors and it also available to suppliers and other external parties to access via the Coates external website.

2. Reportable Information

To report under this Policy, a Whistleblower must have:

1. Reasonable grounds to suspect that there is or has been misconduct or an improper state of affairs or circumstances in relation to Coates (such as fraudulent activity, dishonest or corrupt behaviour, mismanagement of company resources, conduct endangering health or safety, concealment of wrongdoing); and

2. Reportable Information prior to making a disclosure under this Policy, not a mere allegation. Examples of Reportable Information is contained in Definitions of this Policy (section 12 below). Reportable Information may be in relation to Coates but can also relate to conduct of third parties, such as customers, suppliers or service providers of Coates.

3. Other Reporting Processes

3.1 Personal Work-Related Grievances

Subject to the exceptions in this section, this Policy does not cover Personal Work-Related Grievances. Examples of Personal Work-Related Grievances is contained in Definitions of this Policy (section 12 below).

Most concerns relating to employment, workplace health and safety or the operations of Coates are resolved by raising them with the employee's immediate manager, relevant People & Safety personnel, the Executive General Manager – People and Safety or the Chief Executive Officer.

Employees should:

- Follow the Discrimination, Harassment and Bullying Policy in the event of discrimination, harassment, or bullying in the workplace;
- Follow the Grievance Resolution Policy if there is a grievance with any issue relating to the employee's employment or with another employee;
- The Dispute Resolution Procedure in any applicable industrial instrument or agreement for employees covered by those Agreements;
- Follow the HSE Issue Resolution Procedure for workplace health and safety issues.

The above policies can be found on the Coates Intranet or by contacting the People & Safety department. If you would like further information, please contact the Group Manager – People.

3.2 Exceptions

However, a Personal Work-Related Grievance that has significant implications for Coates, and wider ramifications than for the individual personally, may be appropriate to report under this Policy.

Examples of personal work-related grievances that could be reported under this Policy include:

1. Mixed reports, for instance where a concern regarding corporate misconduct or wrongdoing is accompanied by a personal work-related grievance, or a personal work-related grievance includes information about corporate misconduct or wrongdoing;
2. Where the matter suggests systemic behaviour or conduct extending beyond the individual's personal circumstances, for instance an individual claim of bullying has indicated that there may be a more general culture of bullying or harassment within Coates or a section of Coates' workforce;

3. Where the grievance relates to detrimental conduct suffered by a Whistleblower because of making a previous Whistleblower disclosure, or seeking legal advice about Whistleblower protections;
4. Coates, or its officers or agents, has breached an employment (or other) law punishable by more than 12 months imprisonment, or has engaged in conduct that represents a danger to the public;
5. Where the matter relates to a Disclosable Matter as defined by specific legislation (see section 8 of this Policy below).

4. Reporting Process

4.1 Reporting internally

While a Whistleblower may seek to initially report concerns to an Executive General Manager, Coates requires that a disclosure under this Policy will need to ultimately be reported internally within Coates to people who hold the following employed positions to activate the actions required by this Policy:

1. Chief Legal Counsel & Company Secretary;
2. Chief Executive Officer;
3. Chair of the Coates Audit and Risk Committee.

4.2 Reporting to the Whistleblower Service

Alternatively, a Whistleblower may also make use of the Coates Whistleblower Service which is managed by an external provider, RightCall.

RightCall does not record the identity of the Whistleblower or the originating phone number unless requested to do so by the Whistleblower. The disclosure of the Whistleblower's details to Coates will only be made in accordance with explicit instructions from the Whistleblower.

Reports to the Whistleblower Service can be made anonymously. However, a request to remain anonymous may compromise the ability of Coates to proceed with the investigation if further information is required. RightCall may provide an anonymous Whistleblower with a unique identification number to maintain anonymity and request that the Whistleblower contact RightCall within a week of the disclosure to provide additional information if necessary.

RightCall offers a number of channels for making a report:

1. By toll free telephone call: 1800 177 212 Monday to Friday between 8.00 am and 8.00 pm AEST. (Outside of these hours, the Whistleblower may leave a recorded message which will be responded to within 24 hours).
2. Through the website: www.rightcall.com.au/coateshire
3. By email: report@rightcall.com.au
4. By mail: RightCall, GPO Box 24371, Melbourne 3001 (marked 'Confidential')
5. By SMS to: +61 499 221 005.

5. Actions following a disclosure

5.1 Notification

The Whistleblower Service will forward all disclosures to the Chairman of the Board and the Chief Executive Officer (CEO) of Coates. All disclosures under this Policy will also be reported to the Coates Audit and Risk Committee and to the Seven Group Holdings (SGH) Audit and Risk Committee.

5.2 Appointing an Investigator

The CEO will appoint either the Chief Legal Counsel & Company Secretary or Executive General Manager – People and Safety for investigation depending upon the nature of the disclosure refer the disclosure.

For example:

1. If the disclosure does **not** relate to Reportable Information (e.g. it is a Personal Work-related Grievance), the CEO will refer it to the Executive General Manager – People and Safety for investigation outside of this Policy.
2. If the disclosure relates to the Coates People and Safety Team, the CEO will refer it to the Chief Legal Counsel & Company Secretary.
3. For all Disclosable Matters as defined in Definitions of this Policy (section 12 below), the CEO will refer it to the Chief Legal Counsel & Company Secretary.

In certain circumstances (for example where the report involves allegations of fraud or any matters due to conflicts, capacity or complexity) the Chief Executive Officer or the Board may decide to appoint external investigators.

6. Investigation Process

The person appointed to investigate the report (Investigator) will be required to follow normal Coates procedures for handling a complaint or disciplinary issue. This would generally involve:

1. undertaking a fair, independent and discreet investigation into the substance of the disclosure to determine whether there is evidence to support the matters raised;
2. respecting the Whistleblower's confidentiality;
3. collecting all available data and verifying the reported information;
4. interviewing any relevant person to understand their perspective, in order to observe the rules of procedural fairness; and
5. proceeding with due care and appropriate speed.

Where the Whistleblower has identified themselves, the Investigator would be likely to begin by interviewing that person. However, the Whistleblower's identity will not be made known to other parties without their specific consent or in the circumstances set out in section 7 below.

Coates aims to complete the initial review within 6 weeks of receipt of a report under this Policy. Further inquiries or investigations may take up to 12 weeks or more. Timeframes for inquiries may vary depending on the nature of the report.

The findings of the investigation will be reported to the CEO and the Coates Audit and Risk Committee. RightCall is then provided with the outcome of the investigation for confidential feedback to the Whistleblower (if their identity has been disclosed to RightCall and they have provided RightCall with contact details).

7. Protection for Whistleblowers

7.1 Confidentiality of the process

The Investigator will endeavour to protect the confidentiality of a Whistleblower's disclosure by:

1. keeping all documents relating to the Whistleblower's report secure;
2. only disclosing information received from the Whistleblower to a person not connected with the investigation if the Whistleblower consents to the disclosure or it is required / permitted by law; and
3. conducting meetings as part of the investigation process in a confidential setting.

The Investigator will endeavour to protect the anonymity of the Whistleblower (where requested) by:

1. de-identifying or redacting personal information in any report and related documentation;
2. using gender-neutral references to the Whistleblower;
3. avoiding aspects that may inadvertently identify the Whistleblower; and
4. reminding those involved in the investigation of the need to maintain confidentiality.

7.2 Disciplinary sanctions for inappropriate action

Provided that the Whistleblower has acted in good faith and that they have not themselves engaged in serious misconduct or illegal conduct, to the maximum extent possible they will not be subject to disciplinary sanctions by Coates in relation to any matters that they disclose.

The Investigator will act in accordance with this Policy, the Australian Standard on Whistleblower Protection Programs and any other applicable policies and laws. In doing this, the Investigator will endeavour to safeguard the Whistleblower's interests, taking whatever action is reasonably available to make sure the Whistleblower is not personally disadvantaged for making the disclosure (e.g. whether by disciplinary action, harassment, threats, discrimination, unfavourable treatment connected with making the disclosure).

If the Whistleblower believes they have been the subject of any such action as a consequence of making the disclosure, the Whistleblower should inform the Executive General Manager – People and Safety, or the Chief Legal Counsel & Company Secretary. Any claims by a Whistleblower that they have been disadvantaged will be referred to the Chair of the Coates Audit and Risk Committee.

Any person found in breach of the provisions in this Policy will be subject to disciplinary action, including dismissal.

8. Additional legal protections under legislation for certain matters

8.1 Disclosable Matters

Additional legal protections apply to Whistleblowers where the Reportable Information relates to a Disclosable Matter and suspected breaches of the law by Coates (including any officer, employee, or related body corporate of Coates).

Examples of Disclosable Matters are contained in Definitions of this Policy (section 12 below).

These Whistleblowers are referred to as 'Eligible Whistleblowers' if they meet the criteria of the Whistleblower Legislation and they make the disclosure to an eligible recipient as noted in this Policy, Coates' internal or external auditor or its actuary, a legal practitioner, ASIC, APRA, the Commissioner of Taxation (in relation to tax matters).

8.2 Protections by law

Given the gravity of these types disclosures, an Eligible Whistleblower must receive protections in relation to the following:

1. the confidentiality of the Eligible Whistleblower's identity and prevention of victimisation such that any breach or retaliatory action against an Eligible Whistleblower will be treated as serious misconduct and will result in disciplinary action (i.e. this could include dismissal and may constitute an offence under the Whistleblower Legislation);
2. the Eligible Whistleblower will not be subject to any civil, criminal or administrative liability for making a disclosure relating to a Disclosable Matter;
3. the Eligible Whistleblower may also be entitled to claim compensation for contraventions of the Whistleblower Legislation, and can seek re-instatement of employment if wrongfully dismissed.

9. Public interest or emergency disclosure

In limited circumstances, the law will protect a Whistleblower that publicly reports about a matter that they have reasonable grounds to believe is in the public interest or an emergency (i.e. the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment).

This may include reporting to a journalist or parliamentarian and does not include posting on social media or other ways. Before making such a public disclosure, the Whistleblower must first report the matter to a regulator (i.e. ASIC, APRA or another Commonwealth body as prescribed by regulation).

The following criteria must also be met:

1. 90 days have passed since the disclosure is made to a regulator; and
2. the Whistleblower does not have reasonable grounds to believe that any action is being or has been taken to address the Whistleblower's disclosure; and
3. the Whistleblower has given written notice to the regulatory body to which the Whistleblower made the original report (with sufficient information to enable them to identify the original report) and states that the Whistleblower intends to make a public interest disclosure or emergency disclosure; and
4. the information disclosed must be no greater than necessary to inform the journalist or parliamentarian of the particular misconduct or improper state of affairs or circumstances, or the particular substantial and imminent danger.

Given the seriousness of such allegations and the potential ramifications for the Whistleblower and Coates if inappropriate disclosures made are public and not in accordance with the law, before the Whistleblower makes a public interest or emergency disclosure, Coates also encourages the Whistleblower:

1. first seek independent legal advice to ensure that the disclosure is protected under the Whistleblower Legislation;
2. makes disclosures under this Policy before disclosing under the Whistleblower Legislation or approaching regulatory agencies directly, to enable Coates to identify and address any concern as soon as possible;
3. provide the Board with a copy of any report that the Whistleblower makes to an external reporting body under the Whistleblower Legislation.

10. Fair treatment of other persons

Coates will endeavour to provide any employee mentioned in a Whistleblower's report with an opportunity to respond to the allegations as part of any inquiry or investigation and access the Employee Assistance Program.

11. False Reporting

A false disclosure through the Whistleblower Service could significantly impact the reputation of Coates and the reputations of other employees and could also cause considerable waste of time and effort.

Any deliberately false reporting of wrongful conduct, whether under this Policy or otherwise, will be treated as a serious disciplinary matter.

12. Definitions

Disclosable Matter means disclosure of information where a Whistleblower has reasonable grounds to suspect that Coates (or its employees, directors, officers or a related body corporate of Coates) have engaged in conduct or alleged conduct that:

1. constitutes an offence or contravention of Relevant Acts; or

2. constitutes an offence against any Commonwealth Act that is punishable by imprisonment for a period of 12 months or more;
3. represents a danger to the public or the financial system;
4. is otherwise prescribed by regulations.

Eligible Whistleblower means a Whistleblower in relation to a Disclosable Matter. These may include current or former employee or officer, supplier or contractor to the company, spouses and family members of such individuals.

Personal Work-Related Grievance means complaints an employee, or former employee, may hold concerning:

- terms and conditions of their employment;
- an interpersonal conflict with another employee;
- engagement, transfer or promotion;
- disciplinary or performance management process; or
- disciplinary treatment, suspension or termination of their employment.

Relevant Acts means the Corporations Act 2001, the Australian Securities and Investments Commission Act 2001, the Banking Act 1959, the Financial Sector (Collection of Data) Act 2001, the Insurance Act 1973, the Life Insurance Act 1995, the National Consumer Credit Protection Act 2009, the Superannuation Industry (Supervision) Act 1993, Competition and Consumer Act 2010, the Taxation Administration Act 1953, other tax laws administered by the Federal Commissioner of Taxation, any other Commonwealth law that is punishable by imprisonment for a period of 12 months or more.

Reportable Information means information, not a mere allegation, capable of being investigated under this Policy in relation to:

1. misconduct or illegal conduct such as theft, fraud, sale or use of prohibited substances, violence or threatened violence, harassment or criminal damage to property involving Coates;
2. conduct endangering health and safety;
3. concealment of wrongdoing;
4. financial irregularity or corrupt conduct such as altering records without cause or permission, failing to keep accurate financial records, making false entries in records, engaging in questionable financial practices, offering or accepting a bribe;
5. failure to comply with any legal or regulatory obligation;
6. unfair, dishonest or unethical dealing with a customer, supplier or contractor;
7. failure of a director, or another officer, to act with care and diligence a reasonable person would exercise, or to act in good faith in the best interests of the corporation, or to give notice of any material personal interest relating to the affairs of Coates;
8. unethical or other serious improper conduct, including breaches of Coates policies;

9. engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure, or is believed or suspected to have made, or be planning to make, a disclosure under this Whistleblower Policy;
10. Disclosable Matter as defined by the Relevant Acts.

Whistleblower is defined in the Whistleblower Legislation and may be any current or former officer or employee, contractor, supplier or an associate of the Company or a relative or dependent of any of those persons.

Whistleblower Legislation means the *Corporations Act 2001 (Cth)* and the *Taxation Administration Act 1953 (Cth)*.

13. Further Information

Coates has a number of related Policies and Procedures that should be read in conjunction with this Policy and are outlined below:

- Code of Conduct
- Grievance Resolution Policy
- Human Rights Policy
- Diversity and Inclusion Policy
- Discrimination, Bullying and Harassment Policy
- Disciplinary Policy

14. Accountabilities

The Coates Legal Team are the owners of this Policy and are responsible for updating and implementing this Policy. Any questions about this Policy should be directed to the Chief Legal Counsel & Company Secretary.

15. Distribution

A copy of this Policy will be available on Coates' website for access by any person who may be a Whistleblower in relation to Coates. The policy will also be made available to employees on the Coates intranet.

16. Document Control

16.1 Document Review

This document is to be reviewed every 2 years and/or when legislation is changed.

16.2 Related Documents and Forms

Document/Form Name	Document Number
N/A	N/A

16.3 Document History

Version No	Issue Date	Nature of Amendment
3	October 2019	Amended to comply with Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019 & SGH Requirements
4	January 2022	Formatting. Clarification on responsibilities and information to be reported. Includes a section with clarification of processes for non-Whistleblower disclosure