

Supplier Code of Conduct

Introduction

Bolton Clarke's core values of customer satisfaction, accountability, continuous improvement and teamwork serve as a foundation of doing business the right way with our customers, our communities and you, our suppliers. By suppliers, we mean any entity that supplies goods or services to or on behalf of Bolton Clarke, including on our construction and capital works projects.

We hold ourselves accountable to high industry standards and our own stringent requirements for ethical conduct. This is not only the right thing to do, it is critical to maintaining trust and our social license to operate. You, as one of our suppliers, play a vital role in helping us deliver the promises we make.

This Supplier Code of Conduct sets out our expectations of you, your subsidiaries, subcontractors and supply chains. It is intended to supplement the contractual terms and conditions under which you are engaged to supply goods and services to us.

We may elect to not work with or cease to work with suppliers who do not meet our standards and performance expectations.

Working together, all of us will ensure we do business the right way.

1 Integrity, Ethics and Conduct

We value responsible, ethical behaviour and integrity in all business activities, including relationships, practices, sourcing and operations. We expect our suppliers to share these values. You are expected to:

- Comply with all relevant local and national laws and maintain policies and appropriate internal controls to safeguard against unlawful practices. You must not engage in, either directly or indirectly, fraudulent, corrupt or exploitative activities and must not act in a manner which involves a misuse of your market power or would be otherwise improper (e.g. collusive arrangements);
- Conduct your business in a manner that is responsible, ethical and professional and that will not bring Bolton Clarke into disrepute. You must ensure that all conflicts of interest (whether actual, suspected or perceived, current or future) are avoided or disclosed to us as soon as possible;
- Be respectful of the ethical and code of conduct requirements that our workers are required to comply with, and not engage in actions which run counter to these obligations. You must not try to influence decision making using inducements (e.g. offering gifts and benefits);
- Promote a collaborative relationship where your representatives work together with us to resolve issues in a timely and respectful manner, with the intent to avoid contractual disputes;
- Promote timely and balanced disclosure of material matters concerning the goods or services provided to us, including the actual or suspected existence of any conduct which would constitute modern slavery or present a high risk of modern slavery occurring in the relevant supply chains; and
- Not improperly use any private, confidential or commercially sensitive information in your possession relating to or in connection with your dealings with Bolton Clarke.

2 Labour and Human Rights

We believe that all workers in our supply chains deserve to be treated with dignity and respect. You are expected to:

- Provide a fair and ethical workplace, which upholds high standards of human rights and develops and implements appropriate labour and human rights policies and practices;
- Encourage workplace diversity and equal opportunities and operate subject to applicable workplace laws;
- Provide an equitable workplace free of discrimination, where age, disability, ethnicity, gender, marital status, political affiliation, race, religion, sexual orientation, union membership, or any other status protected by law is no impediment to recruitment and ongoing employment;
- Foster a workplace culture free from workplace bullying, harassment, victimisation and abuse. This includes, but is not limited to, verbal, physical, sexual or psychological abuse and harassment;
- Provide goods and services in a manner consistent with any applicable human rights obligations. Consistent with Commonwealth modern slavery legislation, we expect you to proactively identify and address modern slavery risks and maintain responsible and transparent supply chains. Modern slavery is defined broadly to include all forms of human trafficking, slavery like practices such as forced labour and debt bondage;
- Use temporary and outsourced labour within the limits of the law. You are therefore expected to use all reasonable endeavours to ensure that the third-party recruitment agencies you engage are compliant with the provisions of this Code of Conduct and applicable law. You are also responsible for payment of all recruitment-related fees and expenses in recruiting foreign contract workers either directly or through third party agencies;
- Ensure that all workers receive their legally mandated minimum wages, benefits, superannuation, leave entitlements and time off for legally recognised holidays. You must pay workers' wages as required under applicable laws in a timely manner and not use wage deductions as a disciplinary measure. All overtime is expected to be reasonable and paid at the rate and in accordance with the applicable laws;
- Ensure that policies and practices are in place to allow violations, misconduct or grievances to be reported by workers without fear of victimisation or detrimental conduct; and
- Provide your workers with appropriate training to perform their role and to comply with this Code of Conduct.

3 Health, Safety and Environment

We are committed to creating a safe environment for all people who work with Bolton Clarke. Our comprehensive health and safety policies and procedures strive to create a workplace free from preventable injury or illness. You are expected to:

- Ensure all products and services are safe and meet local and national mandatory standards;
- Take all practical and reasonable measures to eliminate workplace injuries and illnesses;
- Maintain a written health and safety policy or equivalent document, and have processes in place to ensure your workers are made aware of the policy and are trained to act in compliance;
- Manage occupational health, safety and environmental hazards;

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- Provide workers with job-related training and consult with your workers in relation to the provision of information and training; and
- Assess and manage the environmental impact of your operations and maintain environmentally responsible policies and practices.

4 Governance

Responsible corporate governance is a fundamental aspect of our culture. You are expected to:

- Comply with all relevant local and national laws and regulations;
- Maintain adequate records that accurately record all financial transactions and information regarding your business activities, labour, health and safety and environmental practices in accordance with applicable laws, policies and procedures;
- Proactively self-assess compliance with this Code of Conduct, take action to remedy any shortcomings and advise your key contact at Bolton Clarke of any non-compliance, as well as any improvement actions and plans;
- Develop and maintain a process to identify, manage and control relevant risks associated with your operations. These include supply chain risks identified in this Code of Conduct;
- Identify and assess potential critical incident, emergency situations and business continuity risks;
- Develop and implement emergency plans and response procedures that minimise harm to life, environment and property, while minimising disruption to business continuity;
- Perform periodic evaluations of your facilities and operations, and the facilities and operations of your subcontractors;
- Ensure adequate procurement processes are in place over your own supply chain to assess, select and execute supplier arrangements that meet this Code of Conduct;
- Periodically report on your compliance with the legal, ethical, social and environment standards contained in this Code of Conduct through means of a Bolton Clarke self-assessment questionnaire;
- Cooperate promptly, transparently and honestly with all audits, assessments or reviews initiated by Bolton Clarke;
- Ensure this Code of Conduct is communicated to all your subcontractors; and
- Uphold your own Code of Conduct or equivalent worded document, promoted to all your stakeholders.

5 Raising Concerns

Bolton Clarke is committed to fostering an honest and ethical culture in which people are able to raise concerns regarding actual or suspected unethical, unlawful or undesirable conduct without fear or detriment.

If you, your employees or subcontractors have seen or have reasonable grounds to suspect misconduct, or an improper state of affairs or circumstances, concerning Bolton Clarke:

- raise your concerns with your key contact at Bolton Clarke or send an email to procurement@boltonclarke.com.au

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- make a disclosure in accordance with the Whistleblower Policy located at <https://www.boltonclarke.com.au/about-us/our-policies/>

Questions regarding our Whistleblower Policy should be directed to the Head of Risk on (07) 3251 6264 or Risk@boltonclarke.com.au