

THIESS



2022

THIESS GROUP MODERN SLAVERY STATEMENT

1 JANUARY 2022 – 31 DECEMBER 2022

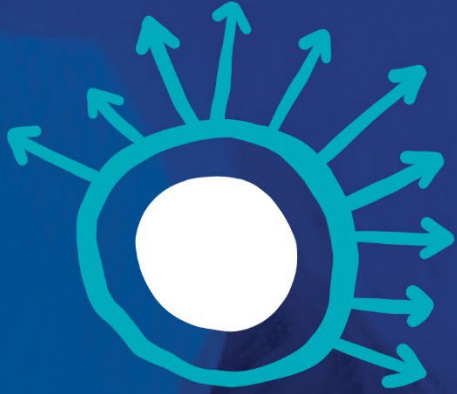
THIESS GROUP

THIESS



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Acknowledgement of Country

The Thies Group acknowledges and respects the history and contributions of Indigenous peoples in all countries and regions where we operate. At our workplaces across the world, we recognise our responsibility to live and work on country, and with communities, respectfully and with care.

We honour and respect Aboriginal and Torres Strait Islander peoples as having the longest continuous culture on earth and recognise them as the Traditional Owners and Custodians of this land.

About this statement

Thies Group respects human rights.

The UN Guiding Principles on Business and Human Rights, the UN Global Compact, the UN Sustainable Development Goals and the International Labour Organisation's standards inform our approach to managing the risk of modern slavery in our operations and supply chain.

This is Thies' second Modern Slavery Statement as a standalone business since introducing Elliott Advisors (UK) Ltd (Elliott Advisors) as our 50 per cent shareholder alongside the CIMIC Group. Prior to this, Thies reported through our former 100% parent (now 50% investor), CIMIC Group Ltd (CIMIC). Our 2022 Modern Slavery Statement can be read in conjunction with our reporting suite and key resources which are available at [Thies.com.au](https://www.thies.com.au)

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Statement development and approval

The Thies Group Modern Slavery Statement for the period 1 January 2022 to 31 December 2022 has been prepared as a joint statement on behalf of and in consultation and collaboration with the reporting entities (Appendix A) and is made pursuant to sections 14 and 16 of the *Modern Slavery Act 2018*.

For the purpose of this statement, references to Thies Group collectively include Thies Pty Ltd, Fleetco, Thies Rehabilitation, Thies Contractors Indonesia, Thies USA, Thies Mongolia, Thies Chile, Thies India, RTL Mining and Earthworks Pty Ltd (RTL, 88% Thies Pty Ltd owned) and MACA Ltd (MACA). References to Thies include all entities listed above excluding RTL and MACA.

Preparation of this Modern Slavery Statement has been managed by the Thies Modern Slavery Working Group, integrating team members from the people, procurement, legal, compliance, sustainability and communications functions. Consultation occurs between members of the working group and their counterparts in our regional operations and operational reporting entities, with a collaborative approach taken to implement and verify the year's modern slavery activities, confirm reporting requirements and collate data for this statement.

In transition: relevant acquisitions and integration processes

In October 2022, Thies Group acquired MACA, a contracting group based in Western Australia, providing mining, construction and mineral processing services to the metals, minerals and infrastructure sectors.

The integration of MACA into the Thies Group commenced in late 2022. From a modern slavery perspective, this includes plans for alignment of policies and procedures. As such, detailed modern slavery reporting for MACA will be included in the 2023 Thies Group Modern Slavery Statement. MACA issued a modern slavery statement in December 2022 (reporting on the period to 30 June 2022).

In addition, during the latter half of 2020, Thies Group acquired a majority share in RTL joint venture, a contract mining civil construction and transport business, based in Victoria. During 2022, RTL continued its transition to align with the Thies Group' policies and procedures.

Where relevant data from MACA and RTL was available it has been included in this statement.

Preparation of this Modern Slavery Statement has been managed by the Thies Modern Slavery Working Group, integrating team members from the people, procurement, legal, compliance, sustainability and communications functions. Consultation occurs between members of the working group and their counterparts in our regional operations and operational reporting entities, with a collaborative approach taken to implement and verify the year's modern slavery activities, confirm reporting requirements and collate data for this statement.

This statement has been reviewed and approved by the Board of Thies Group Holdings Pty Ltd, and the Executive Chair and Chief Executive Officer of Thies Group Holdings Pty Ltd.



Executive Chair & CEO message

As a global business operating in seven countries with more than 14,000 employees, the Thiess Group has an important role in addressing and preventing modern slavery.

Even while the world continues to experience the repercussions of the Covid-19 pandemic, geopolitical upheaval and unpredictable weather conditions, we continue to navigate these changes, guided by our vision – *harnessing the power of people and technology to drive sustainable change* – and our ESG commitments – *minimising environmental footprint; enhancing social value; and transparent trusted, governance*.

Modern slavery in 2022

To assess and address modern slavery risks, we are guided by our [Modern Slavery Policy](#) alongside our Modern Slavery Working Group. We leverage our strong governance, compliance and people frameworks to apply a disciplined approach across our operations.

In 2022, we undertook a range of actions to enhance our capabilities to identify, mitigate and prevent modern slavery across Thiess Group's operations and supply chain.

We finalised the Human Rights Impact Assessment (HRIA) of our India Hub to identify, understand and evaluate the current state of our operations and increased our focus on educating our workforce through several online and face-to-face training initiatives.

We also commissioned an independent review, provided by EY, on the effectiveness of our actions to assess and address modern slavery risks. The review looked at our compliance with the modern slavery legislation and approach to minimising the risks of modern slavery across our operations and supply chain. I'm pleased to confirm that guidance from the report has been incorporated into this statement, with recommended actions for process improvements to be implemented in 2023.

The following statement outlines in more detail the actions we have taken during the year to identify and address modern slavery risks associated with our business.

Looking ahead

As we embark on a new era of transformation that will see the Thiess Group play a critical role in the energy transition, we must be deliberate and consistent in identifying and addressing modern slavery risks throughout our business and supply chains.

We remain committed to driving and maintaining the conversation around human rights with our people, clients, suppliers and stakeholders across our regions to proactively and collaboratively drive sustainable change.

I am pleased to share this 2022 Thiess Group Modern Slavery Statement and look forward to continuing to share our progress.

Michael Wright

Executive Chair & CEO

This statement is signed by Michael Wright as Executive Chair and Chief Executive Officer of Thiess Group Holdings Pty Ltd on 30 June 2023.

Michael Wright
Executive Chair and Chief Executive Officer
Thiess Group Holdings Pty Ltd

Mining services leader

About business

The Thies Group is a leading mining services provider, operating across Australia, Asia and the Americas with more than 14,000 employees. At our core is the pioneering spirit of the legendary Thies brothers. Their vision defined firsts, unlocked possibilities and found smarter ways to scale what mattered to society. Almost 90 years on, their story is still in our DNA.

Through our companies, we provide clients from across the world's resources sectors with specialist services that leverage our decades of experience and innovation.

As our industry evolves, we are evolving too – in the markets we pursue, the services we offer and the value we deliver, as we help our clients transition to more sustainable mining and pursue a low carbon future.

Throughout, we will continue to invest in our people, supporting their development and unlocking new opportunities to upskill and retrain.



Our operations and supply chain

In 2022, we delivered specific work packages and life-of-project operations for our clients – from developing greenfield projects through to mine closure and rehabilitation. Throughout delivery, our teams draw on our extensive engineering expertise, technology and proven systems to fast-track problem solving, with rigorous cost and schedule control. This is amplified by our ability to rapidly mobilise people, equipment, and support services within and across international borders.

We engage with local communities, including Indigenous and First Nations peoples, to support our understanding of local modern slavery risks and the potential impact of our operations. As a services provider in our sector, we work with our clients to understand their social impact assessment and support their social impact management plans.



Operations and services



OUR OPERATIONS

7

COUNTRIES

41

PROJECTS

5

REBUILD CENTRES

14,000+

EMPLOYEES

OPERATIONS

- IRON ORE
- GOLD
- METAL
- METALLURGICAL COAL
- COPPER
- LITHIUM
- NICKEL
- THERMAL COAL

FUNCTIONS

- ▲ DRY HIRE*
- ✂ REBUILD FACILITY
- ▼ CRUSHING
- ⚙ CIVIL & INFRASTRUCTURE
- OFFICE
- ★ TRAINING FACILITY
- ◆ INTERQUIP
- REHABILITATION

*Delivered in Australia via **FLEETco**

OUR SERVICES

	ENGINEERING & ENABLING		ASSET MANAGEMENT		REHABILITATION
	EXTRACTION		CIVIL & INFRASTRUCTURE		CRUSHING & PROCESSING

THIESS

Thiess delivers sustainable solutions in open cut and underground mining in Australia, Indonesia, Mongolia and North and South America. Established in 1934 Thiess operates across diverse commodities, geologies, environments and cultures.

The Thiess India Hub provides technical support to Thiess' operations including geotechnical and business process automation services, from our office in Gurugram, India.

THIESS rehabilitation

Launched in 2022, Thiess Rehabilitation offers services in progressive mine rehabilitation, mine closure including infrastructure removal, and solutions for abandoned mines and contaminated land requirements.



Acquired in late 2022, MACA is a contracting group providing services to the mining, infrastructure and construction sector industries, headquartered in Perth, Western Australia. Founded in 2002 as Mining and Civil Australia, the company has grown from a specialised mining and civil contracting business to a large Australian and international contracting partner of choice.

Work to integrate MACA and Thiess businesses and align policies and procedures commenced in late 2022 and will continue during 2023.



FleetCo was established in 2013 and provides comprehensive plant hire, maintenance and equipment ownership packages, and innovative capital replacement solutions. In 2022 FleetCo provided equipment hire services in Australia, Chile and Indonesia.



RTL Mining and Earthworks Pty Ltd (RTL) provides mining, civil construction, heavy earthmoving plant hire services as well as general transport services in the Latrobe Valley, Victoria and surrounding regions in Australia. Since August 2020, Thiess increased its shareholding in RTL from 44% to 88%, with the remaining 12% shareholding held by Linfox Resources Pty Ltd.

Supply chain

In 2022, Thiess Group worked with more than 6,900 direct domestic and international suppliers with key areas of spend including:

- mining equipment
- tyres
- diesel fuel and lubricants
- explosives
- specialist skilled subcontractors such as diesel fitters, auto electricians, fire suppression, air conditioning and refrigeration, and other tradespeople
- labour hire such as operators and trades
- catering and camp services
- professional services such as technical, financial, management and training
- technology and telecommunications.

Thiess Group takes a local procurement approach that allows us to have a better relationship with, and understanding of, our suppliers. It is our practice to source goods and services from businesses that operate within the countries where we operate. Where we identify opportunities for strategic global relationships, we prefer to establish global frameworks that facilitate local sourcing.

The goods and services we procure are those typically used in the mining, asset management and corporate sectors, with finished goods forming the bulk of goods purchased. Raw materials sourced directly from the manufacturer make up a small part of our purchases, with even fewer procured outside of the country in which we are operating. We generally do not manufacture our own products.

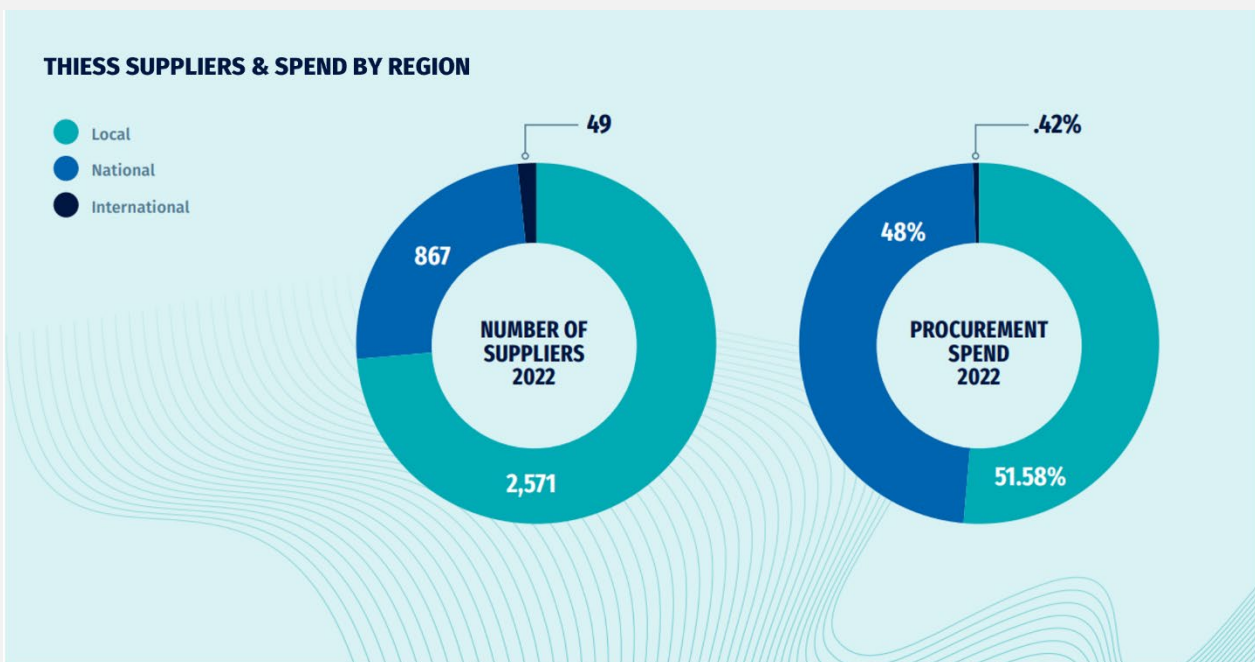
We procure services providing corporate support such as facilities and maintenance, accounting, legal and IT services, and professional consulting services such as design and engineering, all of which complement our own internal resources for either short or long-term engagements as required.

CASE STUDY: Improving local supplier participation

Thiess' global operations are often located in remote or isolated environments. They take a balanced and consistent approach to procurement with a strong focus on local supplier participation.

In 2022, Thiess reviewed their definition of local spend, particularly in relation to their Australian operations and updated it to ensure greater transparency and a more representative assessment. Suppliers who support multiple projects across many states are now classified as national even if there is a local office. This has resulted in a decrease of Thiess's reported local expenditure to 51.58% of their total global expenditure and an increase in reported national expenditure to 48%. Only 0.42% of Thiess' global expenditure is classified as international.

This supply chain process improvement allows categorisation of suppliers more accurately across their global supplier base and provides a consistent approach for future reporting.



Understanding our modern slavery risks

We recognise that in delivering mining, construction and mineral processing services, both in Australia and internationally, we operate in some geographies, sectors and supply chains that may have an elevated exposure to the risk of modern slavery. This demands a high degree of vigilance in meeting our obligations.

Our understanding of the drivers, vulnerable groups and the hidden but pervasive presence of modern slavery, and our approach to addressing it, has been informed by the UN Guiding Principles on Business and Human Rights, the UN Global Compact, the UN SDGs and the International Labour Organisation's standards. Our insight has also been facilitated by the Global Slavery Index (GSI) published by Walk Free, as well as our ongoing program of Human Rights Impact Assessments (HRIA), which commenced in 2017, and on-going supply chain risk assessments.

Modern slavery risks can be present in the resources sector due to the nature and location of operations and the complexity of supply chains. Common modern slavery practices in the resources industry include human trafficking, the worst forms of child labour, forced or unpaid work and bonded labour.

Operations risk

Complementing the Thiess Group's proactive governance and due diligence (see section 4), we use HRIAs to extend our identification and understanding of human rights and modern slavery risks in our operations.

Our HRIA practice has been refined over several years. We prioritise geographies where an elevated risk has been identified, based on the relevant GSI and our internal assessment of our operations and supply chains.

To date we have undertaken HRIAs in our operations in Indonesia in 2018 (ranked 62/160 on the GSI for estimated prevalence of modern slavery by country (**rank**)), Mongolia in 2021 (rank of 111/160) and India in 2022 (rank of 34/160). More detail about our HRIA program is set out in section 4.

Supply chain risk

Informed by sources including the GSI country/sector risk ratings (identified by the third-party screening tool we use) and other industry insights, we consider that the risk of modern slavery in the Thiess Group supply chain is consistent with the industries and jurisdictions within which we operate.

While we procure goods and services globally, a highly skilled workforce and locally sourced goods mitigate some of this risk, presenting a lower overall risk of modern slavery.

This compares to certain low skilled services and imported goods that have a higher risk of modern slavery, for example in the production of garments, apparel, and personal protective equipment (PPE); the supply of raw materials, electronic products and steel fabrication; and the provision of certain services including labour hire, cleaning, freight and logistics.

We remain committed to reducing the risk of purchasing 'at risk' goods and services and inadvertently contributing to modern slavery. We do this in part through our due diligence processes which include supplier screening and using a suite of template commercial contracts with secondary supplier controls. These are detailed in section 4.

RTL and MACA are considered to have low risk of modern slavery in their supply chains as predominantly local suppliers are engaged. Work commenced in 2022 (and is ongoing in 2023) to align RTL and MACA's supplier onboarding procedures with those of the Thiess Group.

Environmental scanning – 2022

Monitoring external and internal environments to support risk awareness and mitigation. Given the diversity and breadth of the Thiess Group's geographies and markets, we monitor for a wide range of risks that have the potential to materially impact our operations, people, and reputation; the environment and communities in which we work; and the financial prospects of the Thiess Group.

CASE STUDY: COVID-19 Pandemic

Protecting our people and communities

With the outbreak of the pandemic in 2020 Thiess put plans and protocols in place across their operations and continued to monitor the situation and update its responses in Australia and internationally. We recognise that COVID-19 can escalate the risk of modern slavery.

Our focus remains on caring for our people, working safely, and continuing to deliver essential infrastructure and services to communities who continue to rely on us.

At our project sites, we continued to apply prevention activities, where required, which included limiting the size of toolbox and prestart meetings to achieve social distancing, increasing hygiene and cleaning practices, splitting rosters, staggering meal breaks, and start and finish times. We also established teams to manage the continuity of our operations. The rigorous implementation of these controls and our protocols has minimised impacts to the delivery of projects and our supply chain and supplied our teams with the resources and information required to respond quickly with localised initiatives as the situation evolves.

We continue to recognise that COVID-19 can escalate the risk of modern slavery due to impacts from supply chain disruption, and financial and labour market impacts due to lockdowns. We remain committed to using our integrated and proactive risk management approach for identifying, preventing, and mitigating the potential for modern slavery in our diverse operations and international supply chain, and ready to address any impacts which may occur.

Meeting local needs

To maintain our people's well-being and in support of the Indonesian Government's ongoing program for reducing COVID-19, Thiess Indonesia purchased over 30,000 COVID-19 vaccines for our workforce, their families and members of the local communities where we operate.

In collaboration with the Ministry of Health, through its pharmaceutical state-owned enterprise, and local community leaders, a vaccine program was commenced in mid-2021 at the height of the Delta variant outbreak in Indonesia and was continued through 2022.

This vaccination program was welcomed by all involved personnel. Knowing that their immunity to COVID-19 was strengthened, provided a safer working environment for our people and those under our care.

CASE STUDY: Investing in transitional technology using local workforce

In 2022, Thiess introduced five new electric-wheel drive Liebherr T264s in Chile and deployed a further six at their United States (US) operations. In both the US and Chile, the trucks were manufactured with local suppliers, sourcing local components, and mobilising a local workforce – demonstrating Thiess’ focus on enhancing social value through supply chains and enhancing knowledge and understanding of suppliers and supply chain to reduce the risks of modern slavery.



Assessing and addressing the risks of modern slavery

Our integrated approach

To assess and address modern slavery risks, the Thiess Group leverages its governance, compliance, procurement and people frameworks, to ensure we apply a consistent and disciplined approach across our operations.

These tested and integrated frameworks provide a range of cohesive levers for consulting and aligning our businesses, managing risk, assessing performance and engaging our people and suppliers – including an open, confidential and responsive grievance and reporting mechanism.

Our approach, due diligence and assurance are facilitated by collaboration between specialist functions in all Thiess Group companies, including people, procurement, risk, legal, compliance, internal audit, sustainability and communications.

To enhance our ability to identify, mitigate, and prevent the risk of modern slavery, and respond to any impacts should they occur, we work through a cycle of action, evaluation and critical analysis, and remediation.

From this we use evidence-based assessments of our practices and new initiatives to inform our planning and continual improvement steps.

	Group alignment	Risk and performance management	Engagement and continuous improvement
GOVERNANCE	<ul style="list-style-type: none"> Principles Code of Conduct Board Board Committees and Management Committees Policies and procedures 	<ul style="list-style-type: none"> Risk management framework Management systems Board Committee Charters Thiess Governance System RTL Document Management System (DMS) (RTL) 	<ul style="list-style-type: none"> Audit & Risk Committee (Board Committee) Safety, Sustainability and Compliance Committee (Board Committee) Reportable Conduct Group (Management Committee) Health, Safety & Environment Committee (Board and Management Committees) Diversity and Inclusion Committee (Management Committee) Business Conduct Representative Respectful Workplace Taskforce Ongoing liaison with Government, industry and regulators
COMPLIANCE	<ul style="list-style-type: none"> Policies relevant to modern slavery issues, such as: <ul style="list-style-type: none"> Modern Slavery Policy Sustainability Policy Health and Safety Policy Whistleblower Policy Anti-Bribery and Corruption Policy Gift and Hospitality Policy Modern Slavery Working Group 	<ul style="list-style-type: none"> Annual compliance audit Compliance Plan Internal audit Board Audit and Risk Committee processes Committee review and Board Sustainability Safety and, Compliance Committee review 	<ul style="list-style-type: none"> Grievance and reporting mechanism <ul style="list-style-type: none"> Group Code of Conduct – Management, Monitoring and Reporting Procedure Management quarterly certificate process
PROCUREMENT	<ul style="list-style-type: none"> Dealing with Third Parties Policy Procurement Policy 	<ul style="list-style-type: none"> Supplier registration Supplier risk screening tool and onboarding Third Party Anti-Bribery, Corruption and Business Integrity Declaration Template commercial contracts Supply and Services Contract Management Guideline (includes Supplier Onboarding Flowchart) 	<ul style="list-style-type: none"> Supplier access to grievance and reporting mechanism Independent Ethics Line
PEOPLE	<ul style="list-style-type: none"> People policies including Recruitment Policy, procedures and management systems 	<ul style="list-style-type: none"> Human Rights Impact Assessments People policies audit 	<ul style="list-style-type: none"> Education and training <ul style="list-style-type: none"> Code of Conduct Compliance Leadership

Group alignment	Risk and performance management	Engagement and continuous improvement
<ul style="list-style-type: none"> • Workplace Behaviour Policy • Anti-Bullying, Harassment and Discrimination Policy • Diversity and Social Inclusion Policy • Flexible Working Policy • Parental Leave Policy • Family and Domestic Violence Policy • Redundancy Policy • Healthy, Safe and Respectful Workplace Policy 		<ul style="list-style-type: none"> – Modern slavery – Equal employment opportunity, antibullying, harassment and discrimination • Reporting and grievance frameworks

Caption: Key elements of Thiess’ integrated approach to assessing and addressing modern slavery risks. RTL and MACA policies and procedures will be detailed in full in our 2023 Modern Slavery Statement.

Governance and leadership

Our governance framework is founded in our Principles of Integrity, Accountability, Innovation and Delivery, underpinned by Safety. These Principles guide all of our activities and form the basis of our [Group Code of Conduct](#) which sets the standard of behaviour we expect from all our employees, sub-contractors and partners.

In 2023, the Thiess Group aims to introduce a new set of values and behaviours to guide us into the future, replacing our Principles. Our new values and behaviours, developed in consultation with our people, will help set expectations for our clients and for each other.

Where the Code of Conduct or a policy sets higher standards of behaviour than local laws, rules, customs or norms, the higher standards apply.

Our Code of Conduct rejects all forms of modern slavery including, but not limited to, the trafficking in persons, slavery, servitude, forced marriage, forced labour, debt bondage and deceptive recruiting for labour and services. We do not tolerate child labour or any form of exploitation of children or young people and commit to complying with the International Labour Organisation (ILO) with respect to under-age workers.

Whilst ultimate accountability rests with the Board, our governance framework delegates the management thereof to Board Committees and senior management, under the leadership of the Chief Executive Officer.

We have a comprehensive series of policies, procedures, frameworks and guidelines relating to corporate governance, ethics, and financial and risk management in place across our operations to provide overall operating parameters for our regions.

Managing risk is a critical element of the Thiess Group’s overall business strategy and has been a key contributor to our success. Our risk management framework is aligned with ISO31000 and is tailored to our business, embedded largely within existing processes and aligned to our short and long-term objectives.

Compliance

Our framework for compliance, due diligence and internal audit is set out in our Compliance Plan, which was introduced in 2021. The Compliance Plan framework comprises the policies, procedures and controls we have in place to mitigate the risk of breaches in our compliance obligations, including those set out in our Code of Conduct, Anti-Bribery & Corruption Policy, Dealing with Third Parties Policy, Group Procurement Policy, Health & Safety Policy, Workplace Behaviour Policy and Whistleblower Policy.

Our [Modern Slavery Policy](#), implemented in 2021, facilitates the Thiess Group's ongoing consultation and consistent due diligence in assessing and addressing modern slavery risks. The Policy, and its supporting Modern Slavery Plan set shared minimum requirements for planning, control systems, reporting and engagement.

A range of activities facilitate modern slavery due diligence across the Thiess Group including:

- The convening of a Modern Slavery Working Group, comprised of functional leads from the people, procurement, legal, compliance and communication teams. The Working Group's objectives are to identify modern slavery risks and mitigations for our operations and supply chains, share ideas for continuous improvement and integrate appropriate controls within existing business processes.
- Participation in the CIMIC Modern Slavery Committee meetings, which facilitate the sharing of ideas for continuous improvement.
- The conduct of an annual review assessing our compliance with the use of the third-party screening tool, including reviewing activities addressing modern slavery risk.
- The investigation, evaluation and measurement of the effectiveness and adequacy of the Thiess Group's policies and the Code of Conduct, by the Internal Audit Team, who perform an independent assurance function and provide reports to the Board.
- Participation in the CIMIC Group Compliance Working Group - a collaboration of CIMIC operating companies' in-house legal teams, which meets quarterly and drives and tracks modern slavery compliance.

Ethical matters are reviewed by the Reportable Conduct Group¹ and the Safety, Sustainability and Compliance Committee of the Board, which oversee matters related to ethical standards and practices, and compliance with applicable legal and regulatory requirements and internal policies.

Thiess is certified to ISO9001 and ISO45001 which supports compliance with all policies and procedures including the Modern Slavery Policy.



¹ The Reportable Conduct Group comprises the Chief Executive Officer, Chief Financial Officer, General Counsel, and Head of People.

Grievance and reporting mechanism

Open communication is key to maintaining our Code of Conduct. We encourage our employees, subcontractors and partners to voice their concerns should they come across any potentially unethical practices – including any human rights grievances.

Our confidential, independent Ethics hotline, called the ‘Ethics line’, and our approach to investigating (independent and victim centric), addressing and remediating breaches, work together to encourage and manage the reporting of any potential unethical practices. This approach is also underpinned by our Code of Conduct, our Code of Conduct - Management, Monitoring & Reporting Procedure, Anti-Bullying, Harassment & Discrimination Policy and Whistleblower Policy.

Reporters can remain anonymous and all disclosures, including modern slavery concerns, may be referred to the authorised Business Conduct Representative² who ensures that any disclosure is investigated appropriately, promptly and confidentially. The Workplace Protection Officer is also responsible for safeguarding the interests of any Whistleblower within the organisation.



Caption: The Thiess Group's grievance and reporting mechanism. For more information go to thiess.com/about/corporate-governance.

Procurement

Our procurement framework provides policy, systems and processes to support supply chain due diligence. Activities include assessing risks in our applicable business sectors and conducting comprehensive due diligence and vetting of subcontractors, suppliers and third parties engaged by our businesses.

As part of the framework, the Dealing with Third Parties Policy and Procurement Policy incorporate:

- the management of modern slavery risks into our supplier registration (a business integrity check)
- the screening and onboarding process
- a suite of mandatory template commercial contracts
- a set of requirements for suppliers' management of their suppliers.

This approach is key to the Thiess Group building and maintaining a reliable and trusted supply chain, and proactively identifying and managing modern slavery risks throughout the term of each contract.

² The Business Conduct Representative is a senior person within the People or Legal function who supports the operation of the Code of Conduct.

Supplier screening and onboarding

Thiess has implemented an internationally recognised due diligence solution to screen third parties for a range of risk factors – including the risk of modern slavery.

This solution is used to evaluate and monitor vendors, suppliers, and business partners. Since its implementation in 2019 and as at December 2022, Thiess has risk assessed more than 6,100 suppliers. The below table shows the progress of new suppliers onboarded annually since implementation.

Description	Year	Number of suppliers
Bulk upload of existing suppliers	2019	4,087
New suppliers onboarded	2020	542
New suppliers onboarded	2021	745
New suppliers onboarded	2022	812
Total		6,186

We continue to use the solution to monitor for:

- sanctions, watch-lists, adverse litigation and Politically-Exposed-People (PEP) lists
- adverse print and social media, screening for all jurisdictions in which Thiess operates
- financial information including company ownership, structure, credit rating and financial strength
- modern slavery risks, bribery and corruption due diligence requirements.

The solution leverages information from the GSI prepared by Walk Free, and records of adverse media concerning modern slavery allegations and breaches.

Based on the above multi-factor assessment, each supplier is allocated a risk-rating which may trigger additional investigation and due diligence, which may lead to the preparation of corrective action plans where applicable, or in some cases, exclusion from working with Thiess Group entities. All suppliers or other third parties who are accepted are subject to continuous monitoring for changes in key risks for example change in an entity's legal status or the imposition of a sanction or enforcement.

Our Dealing with Third Parties Policy and supplier onboarding process include specific modern slavery due diligence requirements for those we work with. Suppliers are required to comply with applicable laws and the Thiess Group Code of Conduct, and to complete a declaration confirming that no slavery, forced or child labour has been used anywhere by the third party or, to the best of the third party's knowledge, by any direct suppliers to the third party.

The declaration specifically requires suppliers to disclose whether they have:

- been subject to or received any prosecutions, regulatory notices, tendering restrictions, sanction notices, litigation or arbitration concerning allegations of modern slavery or breaches of human rights by their employees or subcontractors and suppliers
- been found guilty of a criminal offence which would include modern slavery crimes
- a compliance management program in place to meet business integrity laws and regulations, including those relating to modern slavery.

Suppliers are also required to notify the Thiess Group if they become aware of any behaviours that are in contravention of applicable laws and confirm they will not use any payments received from the Thiess Group in violation of modern slavery laws and regulations.

All of these steps remain work in progress for RTL. As previously stated, the process for transitioning RTL's policies to align with Thiess Group policies and procedures where appropriate continued in 2022 and we aim to have completed it by the end of 2023. It is proposed that the MACA process for screening and onboarding suppliers will be aligned with the process described above noting that the integration process is still in progress.

Template commercial contracts

Our Thiess Group Procurement Policy requires all Thiess Group companies to engage suppliers using a suite of template commercial contracts. RTL templates have been aligned with the template contracts. Review and alignment of the MACA template contracts will be completed as part of the ongoing integration process. The suite includes a number of different forms of contract which can be utilised depending on the scope, location, value and complexity of the works or services to be provided, and the risk profile of the relevant project.

Our template commercial contracts require suppliers to comply with the Thiess Group Code of Conduct, ensuring alignment with our expected behaviours.

The contracts also require suppliers to warrant that they have not been convicted of an offence relating to modern slavery, that they will not breach any modern slavery legislation and that they will comply with any requests from Thiess Group to comply with all modern slavery legislation, including providing information and documents, and allowing interviews to be undertaken.

Secondary supplier controls

The number of Tier 2 or 'indirect' suppliers involved in our businesses is substantial. As a supply chain becomes more remote, influencing the behaviours and conduct of Tier 2 suppliers presents a greater challenge. By raising awareness, engaging ethical direct suppliers, obliging our supply chain to reject the use of modern slavery, and performing due diligence, we can gradually exert more influence.

Our template commercial contracts require our direct suppliers to warrant that their own suppliers enable them to comply with the direct supplier's obligations under their engagements. Direct suppliers must:

- ensure their own suppliers read, understand and comply with the Thiess Group Code of Conduct which contains information relating to modern slavery; and
- allow Thiess Group to conduct an independent audit of their suppliers to ensure, amongst other things, that they are conducting their business in a proper manner and in accordance with applicable codes of conduct and generally accepted business ethics.

CASE STUDY: On-the-ground supplier assessments

As part of Thiess' commitment to reduce risks of modern slavery in our operations, the regional contract managers from Chile and Indonesia conducted on-the-ground assessments with selected suppliers. The selection criteria were based on geographical risk and commodity risk. As an example of these assessments, a major freight and logistics provider in Chile was contacted.

Various people were engaged from the General Manager to the Commercial Manager as well as operational and safety managers and a transport driver. It was noted that the company has policies in place on social responsibility, a Code of Ethics, and a whistleblower channel for grievances.

On occasions, the company hires foreign or in-country migrant workers with current work visas and no passport or identification cards are withheld by the company. Workers are trained prior to new assignments and ongoing training is provided. There are adequate safety warning signs throughout the premises and health and safety standards are included in contracts with the company's suppliers and contractors. All PPE is provided to its employees at no cost.

It was evident to the reviewers that this is a company that displays mutual respect, a pleasant environment, and employees are treated well. There was no evidence of modern slavery like conditions.

People and employment

The Thies Group focuses on creating a workplace culture which puts safety first. We invest in our people to build safe, rewarding careers, and prioritise cultivating an inclusive workplace, advancing gender equality, increasing indigenous employment and the use of indigenous suppliers, and investing in local employees where we operate.

CASE STUDY: A partnership to end human trafficking

In the US, sexual exploitation survivor identification remains below 1% on average. Thies' North America team partnered with Utah-based non-profit organisation, Malouf Foundation, to raise awareness of human trafficking and support the organisation's work to confront child sexual exploitation and human trafficking of children.

Founded in 2016, the Malouf Foundation partners with industry experts and survivors to educate the public and increase survivor identification. Through the partnership, our leadership team completed the Foundation's OnWatch training, a survivor-led and informed education program that empowers users to spot, report and prevent trafficking where they live and work.

Thies People and Capability Manager David McLoughlin said: "At Thies, we're committed to keeping everyone safe everyday, and that commitment extends to our communities. Taking part in this free educational opportunity is a simple way that we can contribute by bringing awareness to this issue throughout our communities and the areas where we operate."



Women's rights



It is acknowledged that women can be at higher risk of modern slavery. The Thies Group has taken actions to advance women's rights across our global operations to reduce the potential for modern slavery risks. In 2022, our commitment to advancing the rights of women in relation to employment, the right to work and economic life was strengthened through the inclusion of a female participation metric in our Group Business Plan.

At Thies, our focus and commitment resulted in a 22.7% increase from 11.4% to 14%, achieved through:

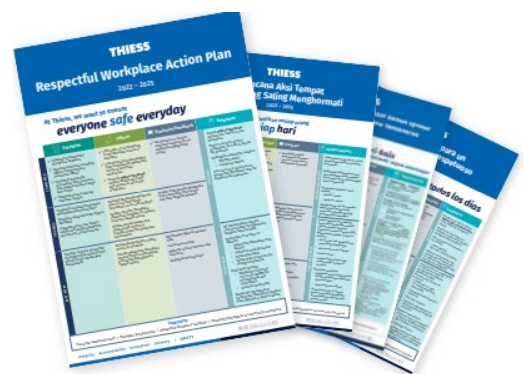
- employment pathway programs including traineeships, apprenticeships, and graduate programs
- launched a new undergraduate scholarship program in Indonesia, with 60% of scholarships being awarded to women
- women in Leadership development program completed by 22 women from across our operations in Asia, Americas and Australia
- promoted career options in the mining sector and with Thies to high school aged girls.

Maintaining a healthy, safe and respectful workplace

The Thies Group also prioritised healthy, safe and respectful workplaces in the 2022 Business Plan, launching our new Healthy, Safe and Respectful Workplace Policy across Thies's global business in June 2022. This new policy reaffirms Thies's commitment to supporting the health, safety and psychological wellbeing of every person, by addressing harassment, bullying and all forms of discrimination.

In 2022, the following actions completed:

- established a Respectful Workplace Taskforce
- appointed Business Integrity Officer and Workplace Protection Officer
- identified standards, procedures and processes that require review to align with Policy
- delivered Living our Values training to all leaders, people and procurement teams
- Safety Stop for Respect meetings were also held across all Thies operations throughout November and December to discuss respectful workplace behaviours, as part of our United Nations 16 Days of Activism against gender-based violence
- CEO Letter of Commitment to the Minerals Council of Australia
- develop Respectful Workplace Hub to host Standards, procedures, tools and support.



Although developed for Thies in 2022, the policy will be expanded to all Thies Group companies in 2023.

Focused on protecting the rights of mothers, Thies also introduced a global standard to provide a safe, secure and clean place for women to express milk. A cross functional working group commenced the development of a Pregnancy and Parental Support Procedure which will finalised and published in 2023.

Human Rights Impact Assessment (HRIA)

Our HRIA program, commenced in 2018, prioritises assessments in higher risk sectors and geographies.

The Thiess Group's HRIA program approach – Managing a consistent, disciplined approach to assessing human rights impacts

Thiess Group HRIAs are based on the Human Rights Assessment Quick Check prepared by the Danish Institute for Human Rights.

The HRIA self-assessment tool assesses categories including governance and leadership; people management; health and safety; community engagement; security arrangements; country risks; and procurement.

Within the people management area, the HRIA and self-assessment tools audit compliance with our template employment contracts and review modern slavery indicators such as: wages and benefits, working hours, employment criteria (such as age), freedom of association, health and safety, unlawful discrimination and worker accommodation.

Assessment steps include engaging leadership, undertaking risk assessment and due diligence, conducting site visits, reporting findings and developing action plans.

Completed HRIAs have highlighted where we are providing employment conditions which are more favourable than common industry practice and/or required by local legislation. Some of these areas include the provision of higher standards for safety, training of unskilled workers and worker medical services.

HRIA's have been undertaken in Indonesia in 2018 (completed by CIMIC), Mongolia in 2020-2021 and India in late 2022 – report due 2023. The Thiess Group aims to conduct an HRIA in one of its regions annually with the location chosen based on GSI, significance of workforce and internal assessment of the potential risks (including whether a review has previously been conducted or the time passed since the previous review).

People Policies

Our overarching People framework guides operations across our businesses, markets and geographies, facilitating compliance with, and often exceeding, local laws.

Policies and processes that help to build respectful, safe and inclusive work environments and to mitigate modern slavery risks include our:

- Recruitment Policy, procedures and management systems with formal approval gates including verification of the candidate's identity and their right to legally work
- Health and Safety Policy
- Anti-Bullying, Harassment and Discrimination Policy
- Diversity and Social Inclusion Policy
- Flexible Working Policy
- Parental Leave Policy
- Family and Domestic Violence Policy
- Redundancy Policy
- Healthy Safe and Respectful Workplace Policy.

Our Internal Audit team audits compliance with Thiess Group policies.

CASE STUDY: Standing against sexual harassment

Supporting diversity and safe work environments

The Thiess India Hub has been conducting mandatory Prevention of Sexual Harassment (POSH) workshops across its offices and projects to comply with the government's POSH Act.

The POSH Act mandates that every employer is to provide a safe working environment. It defines sexual harassment and lays out the procedures for a complaint and inquiry, and the action to be taken. It also requires every employer to constitute an Internal Complaints Committee (ICC) at each office with 10 or more employees.

The workshop talked about the importance and implications of the POSH Act, followed by a committee member of Thiess India's ICC sharing ways to prevent sexual harassment in the workplace and some case studies.

Organising POSH training raises awareness of the rights of women employees and contributes to ensuring equality in the workplace. The training complements the Thiess Group's ongoing Equal Employment Opportunity, Discrimination, Anti-Bullying and Harassment training which is promoting diversity and inclusion.

Education and employment

Our mission is to provide safe, rewarding and fulfilling careers for our people. On-the-job development is complemented with a range of learning experiences that build skills and technical capabilities. These are underpinned by our Principles and Code of Conduct.

In 2022, we delivered over 39,000 hours of training across Thiess, which equates to more than four hours per annum for each direct employee.

Education and training are integral to our compliance framework, and to engaging and upskilling our people in meeting their legal, regulatory and compliance responsibilities. We monitor, report and manage training completion rates through Thiess' centralised learning management system, LAAMP, and by using on-site project records.

Code of Conduct and Compliance training

Our foundational Code of Conduct training (rolled out in 2022 with the new title of 'Living our Values') covers Thiess' Principles and Code of Conduct, ethical behaviour, and key policies including: health, safety and environment; unlawful discrimination; modern slavery; anti-bribery and corruption; and anti-bullying and harassment.

We require employees to complete Code of Conduct training via e-learning within three months of their commencement with refresher training completed every two years. We also provide more detailed face-to-face training to employees in roles with potential exposure to key risks which was done across the business in 2022 in an updated format called 'Living our Values'. Whistleblower and Equal Employment Opportunity training are also mandatory for all staff employees.

Depending on roles, some employees are also required to complete specific compliance training. Topics delivered via e-learning include unconscious bias, IT security, and anti-bullying, harassment and unlawful discrimination.

A similar approach will be adopted by RTL and MACA in 2023.

Modern slavery training

Thiess delivers modern slavery training globally to equip our people to recognise and report modern slavery risks. This training is included as part of onboarding for supervisory and managerial staff and is also conducted in face-to-face workshops with managers and employees in procurement and people roles. Communication resources support the training, facilitating greater understanding of the issue and its importance to our business.

Refresher sessions for both online and face-to-face training are required every two years. Following the introduction of modern slavery training in 2020, face-to-face training for high-risk roles was conducted in 2022 as part of the Living our Values training.

LAAMP Modern Slavery Records	e-learning		Face-to-face / VC	
	2021	2022	2021	2022
Participants	798	657	420	931
%	94.50%	88%	92%	80%

Leadership

In 2022, Thiess launched leadership programs at the team leader, middle manager and senior leader levels focused on developing and supporting their global leaders to motivate high performing teams and lead confidently in a rapidly evolving industry. The programs also incorporated several months of coaching, to embed the theory and tools learnt during the formal training sessions.

Across the Thiess’ global business, they have developed:

Program	People developed
Team Leader	474
Middle Manager	86
Senior Leader	19



2022 actions

In 2022, a range of actions were taken to enhance our capabilities to identify, mitigate and prevent modern slavery risks across the Thies Group's operations and supply chain, and respond should any impacts occur, including the following.

OPERATIONS	SUPPLY CHAIN
<p>Governance and compliance</p> <ul style="list-style-type: none"> Continue the transition to Thies-specific policies and procedures, including Thies' Sustainability, Environment and Health, Safety & Respectful Workplace Policy. Updated our Modern Slavery Plan, setting out the responsibilities and accountabilities for modern slavery risks and controls Continued consultation with CIMIC as part of the Modern Slavery Committee. Continued process of aligning RTL policies to Thies policies Commenced review of MACA with a view to integrating Thies and MACA businesses and aligning policies and procedures <p>People and employment</p> <p>Human Rights Impact Assessments (HRIA)</p> <ul style="list-style-type: none"> HRIA of the India Hub <p>Training</p> <ul style="list-style-type: none"> Conducted ongoing modern slavery online and face-to-face training Continued to provide Code of Conduct, compliance and leadership training. Conducted Living our Values (Code of Conduct) training which was completed by 931 team members Conducted modern slavery awareness e-training which was completed by 657 team members 	<p>Governance and compliance</p> <ul style="list-style-type: none"> Continued embedding Thies' Compliance Policy and Procedure including Modern Slavery Plans and other controls and tools Continued cross-Group consultation in the Modern Slavery Committee Meetings and the Compliance Working Groups <p>Procurement</p> <ul style="list-style-type: none"> Continued embedding the Dealing with Third Parties Policy, Group Procurement Policy and Modern Slavery Policy and Plan with the regional Procurement teams Processed approximately 815 new suppliers through the supplier onboarding process, including the screening tool. Where identified risk ratings required further investigation and assessment, remedial plans were implemented Re-assessed 237 suppliers as part of a periodic review of the third-party screening tool or where we were alerted to a change in a suppliers risk profile. Continued to perform supply chain risk assessments, having regard to commodity, industry, jurisdiction, spend, dependency, length of relationship and reputation

Assessing effectiveness

Our assessment of effectiveness is evidence based and includes monitoring and analysing, supplier screening and risk assessments, monitoring and closeout of corrective action plans, training participation rates, communications engagement, HRIA results, the completion of improvement plans and responsiveness to grievances. Quantitative data and regular qualitative reviews facilitated by our governance framework shape our annual planning process.

One of the tools adopted in 2022 to review the effectiveness of actions being taken by Thies to assess and address the modern slavery risks, was a review commissioned by the internal audit team (provided by Ernst & Young). The review looked at Thies' compliance with the modern slavery legislation and its approach to minimising the risks of modern slavery in its operations and supply chain. Suggestions from the report have been incorporated into this statement and recommended actions for improvement of processes will be implemented by 31 December 2023.

Looking ahead

2023 priorities

In 2023, we will:

Operations

Governance and compliance

- Continue to enhance our understanding and knowledge of modern slavery risks, including the potential risks associated with changes to our business as it adapts to meet its diversification and decarbonisation commitments
- Continue to transition RTL and MACA to Thiess Group aligned policies and procedures where appropriate
- Implement recommendations from the Internal Audit review that was undertaken in 2022.

People and employment

Human Rights Impact Assessments (HRIA)

- Undertake a second HRIA of our operations in Indonesia.
- Commence planning to complete an HRIA in Cambodia in 2024. The Thiess Group HRIA schedule has been prepared having regard to the GSI (prevalence index rank, vulnerability to modern slavery and government response rating) and internal assessment of our operations and supply chain (including consideration of the time elapsed since the last review).

Training

- Continue to build our people's capability to recognise and report any risk of modern slavery.

Supply chain

- Continue on the ground assessments of high-risk suppliers having regard for commodity, jurisdiction and sourcing methods.
- Continue to screen suppliers and business partners through the third-party screening tool and if necessary, develop and implement appropriate remediation measures.
- In line with the Thiess Group's new Healthy, Safe and Respectful Workplace Policy, all new suppliers on-boarded through the Felix Source to Contract software (Australia only) will be required to complete a registration pre-qualification questionnaire, which includes questions relating to the policy and training within their organisation. Assessment of existing suppliers using the questionnaire will continue in 2023.
- Finalise review into implementing a third-party risk assessment platform for RTL.
- Transition MACA supplier due diligence processes to align with Thiess processes including transitioning existing MACA suppliers to third party risk assessment platform for monitoring.

Ongoing engagement and communication

We will continue to engage with Government, industry, regulators and other organisations to build awareness and understanding to combat modern slavery.

Engagement is a key input to our continuous focus on modern slavery risks and developing a trusted supply chain.

We value gaining and sharing insights with relevant organisations including:

- **Government and regulatory bodies** in the different regions in which we operate.

- **Modern Slavery Business Engagement Unit** – Our Compliance Team monitors the unit's regular updates on the status of the legislation and developments on modern slavery.
- **Industry Associations** – We value and consider guidance, advice and recommendations provided by industry associations in the regions in which we operate to assist with identifying and addressing modern slavery risk in the construction, services and resources sectors. Organisations we liaise with include the Business Council of Australia, Australian Resources & Energy Employer Association and the Chartered Institute of Procurement and Supply.
- **External forums** – Members of our People and Compliance teams participate in numerous external forums to improve their awareness of modern slavery risks and to embed learnings within the business.

Appendix A

Thiess Group reporting entities

Company	ACN	Registered Address
Thiess Group Holdings Pty Ltd	646 054 757	179 Grey St, South Bank, QLD, 4101
Thiess Group Finance Pty Ltd*	646 055 629	179 Grey St, South Bank, QLD, 4101
Thiess SQ Holdings Pty Ltd*	645 403 532	179 Grey St, South Bank, QLD, 4101
Thiess MidCo Holdings Pty Ltd*	645 168 672	179 Grey St, South Bank, QLD, 4101
Thiess Pty Ltd	010 221 486	179 Grey St, South Bank, QLD, 4101
RTL Mining and Earthworks Pty Ltd	152 855 135	Eastern Road, Yallourn, VIC, 3825
Thiess Group Investments Pty Ltd*	659 649 055	179 Grey St, South Bank, QLD, 4101
MACA Ltd**	144 745 782	45 Division Street, Welshpool, WA, 6106
MACA Mining Pty Ltd**	102 886 064	45 Division Street, Welshpool, WA, 6106
MACA Civil Pty Ltd**	146 021 347	45 Division Street, Welshpool, WA, 6106

*non-operating entities

** Joined Thiess Group in October 2022

Modern Slavery Act mandatory criteria

The table below identifies where in this statement we have addressed each of the mandatory criteria required by the *Modern Slavery Act 2018* (Cth):

No	Mandatory Criteria	Page number
1	Identify the reporting entity	4, 30
2	Describe the structure, operations and supply chains of the reporting entity	7
3	Describe the risks of modern slavery in the operations and supply chains of the reporting entity, and any entities that the reporting entity owns or controls	12
4	Describe the actions taken by the reporting entity and any entities it owns or controls to assess and address these risks, including due diligence and remediation processes	15, 22
5	Describe how the reporting entity assesses the effectiveness of actions being taken to assess and address modern slavery risks	22
6	Describe the process of consultation with any entities the reporting entity owns or controls (a joint statement must also describe consultation with the entity giving the statement)	4
7	Include any other information that the reporting entity, or the entity giving the statement, considers relevant	28

ENDS

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