



**Modern Slavery  
Statement FY24**

**Downer**

#### ACKNOWLEDGEMENT OF COUNTRY

Downer acknowledges Aboriginal and Torres Strait Islander peoples as the First Australians and the Traditional Custodians across Australia. We would like to acknowledge and pay our respects to the Elders of the past, present and future in maintaining the culture, country and their spiritual connection to the land.

#### WHAKATAUKĪ

Whakataukī Ko te whānau, ko te manaaki, ko te kairangatira, ko te ngākau pono ngā tikanga tuku iho hei korowai mo tatou. Ko te Kauri i whakawhiwhi haumarū, ko te Rimu i whakawhiwhi taonga, ko te Tōtara i whakawhiwhi whanaungatanga, ko te Kahikatea i whakawhiwhi whakaaro matakite. Ngā pou e whā i aumangea ai te whakatauki 'Mā te whanaungatanga ka angitū'. Hui e! Taiki e!

We are held together by our closely held values of family and relationships, care and respect, excellence and integrity. The Kauri connects us to Safety, the Rimu connects us to Delivery, the Tōtara connects us to Relationships and the Kahikatea connects us to Thought Leadership. These are our four Pillars upon which we build 'Relationships creating success'. United and ready to move forward!

#### Do you have a modern slavery concern?

Our Voice is an external, independent service which allows people to report behaviour that is inappropriate, unethical, corrupt or illegal, including concerns about modern slavery. All reports made to Our Voice may be made anonymously.

#### Phone

1800 448 041 (free call from within Australia)

0800 404 509 (free call from within New Zealand)

800 6167 042 (free call from within Singapore)

#### Facsimile

+61 3 9691 8182

#### Email

ourvoice@deloittedigital.com

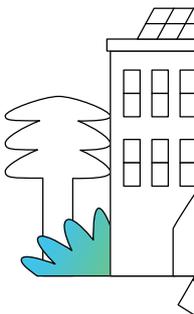
#### Letter

Reply Paid 12628, A'Beckett Street, Melbourne VIC 8006

PO Box 912028, Victoria Street West, Auckland 1142

#### Online

<http://www.ourvoice.deloittedigital.com> (user name and password: downer)



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# Introduction from our CEO

At Downer, our Purpose is Enabling Communities to Thrive.

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With a workforce of more than 30,000 people across Australia and New Zealand, and a supply chain of approximately 25,000 delivery partners, we have a unique platform to positively impact the communities in which we operate.

But we also recognise that our large and complex operations and supply chains present modern slavery risks. We aim to utilise our size and scale to help protect human rights across our operations and supply chain and influence others to do the same.

In FY24, we made progress in developing and delivering strategies to help us identify and address modern slavery risk. This included:

- Mapping our supply chain beyond Tier 1 suppliers in the high-risk bitumen category;
- The introduction of a new supplier pre-qualification platform which enhances our ability to screen for modern slavery risk;
- Continuing to assess our suppliers for modern slavery risk against criteria including sector and industry, products and services, geographic location and supply chain model; and
- Further development and improvement of our training, governance and controls.

This is Downer's fifth modern slavery statement.

We acknowledge that there is more work to do and we are committed to working towards achieving more transparency and a better understanding of our own modern slavery risks, giving us the ability to continuously improve.

Peter Tompkins

Chief Executive Officer

# Criteria A – About this Statement



This Modern Slavery Statement (Statement) is made by Downer EDI Limited as a joint statement under the Commonwealth Modern Slavery Act 2018 (Modern Slavery Act), for the period 1 July 2023 to 30 June 2024 (referred to as the reporting period for FY24).

Downer EDI Limited (ABN: 97 003 872 848) is an Australian public company listed on the Australian Securities Exchange (ASX: DOW) and is a foreign exempt issuer on the New Zealand Stock Exchange (NZX: DOW). The Company is registered at Level 2, Trinité III, Trinité Business Campus, 39 Delhi Road, North Ryde NSW 2113.

In accordance with the requirements of section 14(2)(d)(ii) of the Modern Slavery Act, this Statement was approved by the Board of Directors of Downer EDI Limited (Board) on 22 October 2024, and is signed by the Chief Executive Officer of Downer EDI Limited (see page 2).

The Statement applies to and describes the steps taken by Downer EDI Limited and its controlled entities to mitigate modern slavery in its operations and supply chains.

All data references in this Statement are for FY24 unless otherwise stated.

## Important notice and disclaimer

The information in this Modern Slavery Statement (Report) has been prepared by Downer EDI Limited ABN 97 003 872 848 (Downer or the Company).

This Report may contain statements that are, or may be deemed to be, forward-looking statements. Such statements can generally be identified by the use of words such as "looking-forward", "expect", "will", "may", "intend", "seek", "continue", "plan", "objective", "estimate", "potential", "anticipate", "believe", "risk", "aim", "target" and similar expressions. Indications of plans, strategies, management and company objectives, performance are also forward-looking statements. Such statements are not guarantees of future performance, and involve known and unknown risks, uncertainties, assumptions, contingencies and other factors, many of which are outside the control of the Company.

The information contained in this Report includes information derived from publicly available sources that have not been independently verified.

Readers are cautioned not to place undue reliance on any financial information included in this Report. The information in this Report has not been subject to third party audit or review.

# Criteria B – Downer’s structure, operations and supply chain

Downer is a leading provider of integrated services in Australia and New Zealand. Our purpose is to enable communities to thrive, delivering essential infrastructure services that can help to improve the lives of millions of people every day, while leaving a positive lasting legacy for future generations. Downer is one of Australia and New Zealand’s largest employers, with a workforce of more than 30,000 people. Downer operates in sectors that are closely connected to the investment that is being driven by population growth, urbanisation, national security and decarbonisation – including roads, rail, ports, airports, power, gas, water, telecommunications, health, education, defence, and other government sectors.

Downer seeks to build strong relationships with our customers, people and communities, and our approach to business is supported by our Purpose, Promise and Pillars.

## Our Purpose

Enabling communities to thrive.

## Our Promise

Our customers’ success is our success.

## Our Pillars



### Safety & Sustainability

Safety is our first priority. Zero Harm to our people, communities and environment is embedded in our culture. We will leave a positive legacy for future generations.



### Delivery

We build trust by delivering on our promises with excellence while focusing on sustainability, value for money and efficiency.



### Relationships

We collaborate to build and sustain enduring relationships with our customers, our people and our communities based on trust and integrity.



### Thought Leadership

We remain at the forefront of our industry by employing the best people and having the courage to challenge the status quo.

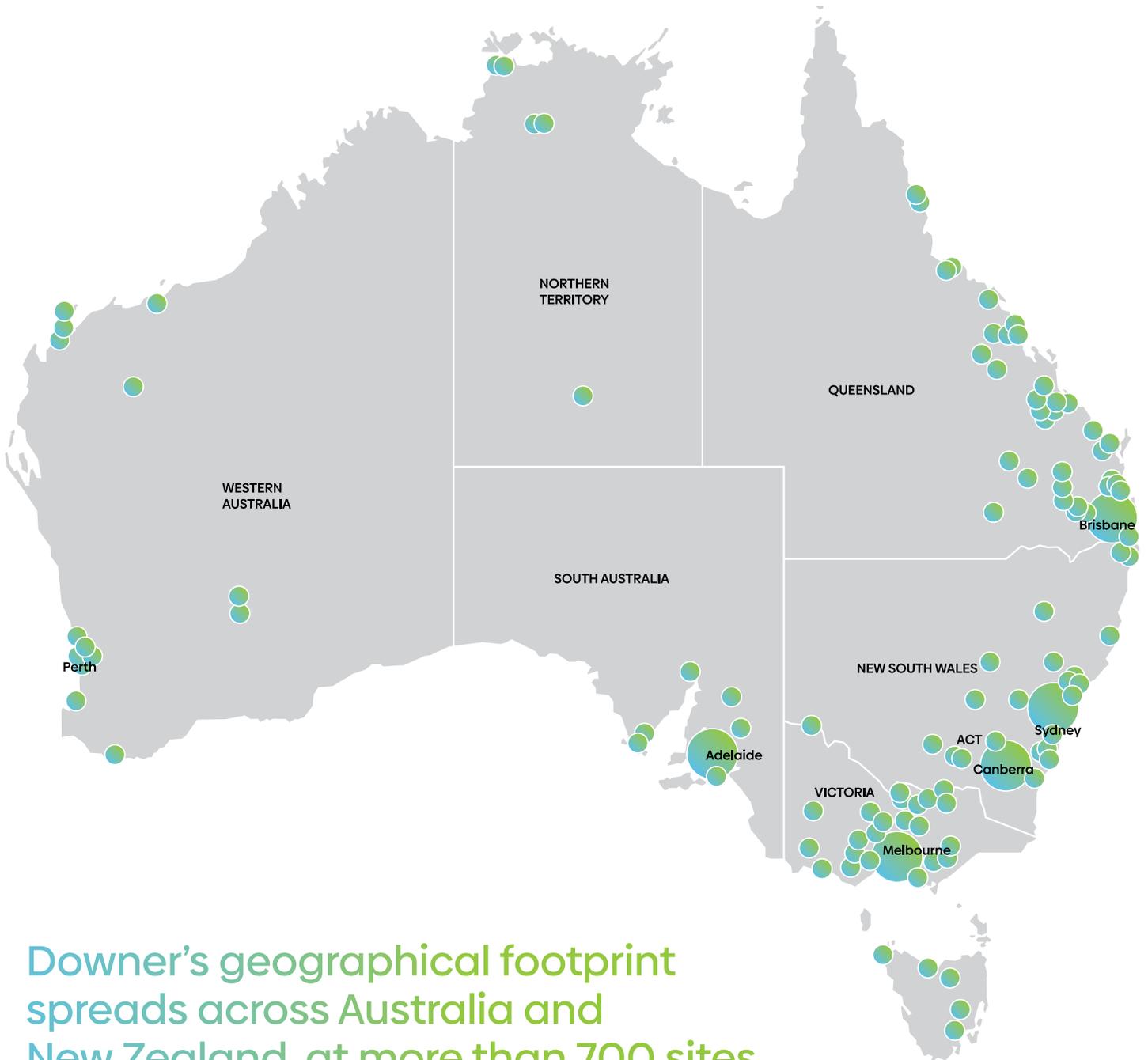
## What we do

Downer comprises four trans-Tasman business units, outlined below. Each business unit has significant scale, capability and experience, which are leveraged to help deliver a range of customer solutions.

	Business unit	Services delivered
<b>Transport</b>	<b>Transport &amp; Infrastructure</b>	Downer's Transport segment comprises its Road Services, Rail & Transit Systems and Projects businesses. Downer delivers multi-disciplined solutions to customers across the transport sector in Australia and New Zealand, with our capabilities including road services, transport infrastructure, rail, airports, and end-to-end transport solutions and asset management.
	<b>Rail &amp; Transit Systems</b>	
<b>Utilities</b>	<b>Energy &amp; Utilities</b>	Downer's Utilities businesses provide services and solutions that connect communities to essential networks and infrastructure. We provide a range of end-to-end services and solutions for utilities asset owners across Australia and New Zealand. We design, build, operate and maintain today's critical assets and networks, delivering services across the water, energy and telecommunications sectors.
<b>Facilities</b>	<b>Social Infrastructure &amp; Citizen Services</b>	The Facilities segment operates in Australia and New Zealand across a range of industry sectors including education, health, government, defence and industrial and energy. We deliver asset management services to facilities and estates that cover maintenance, expansion and frontline services for social and economic infrastructure.



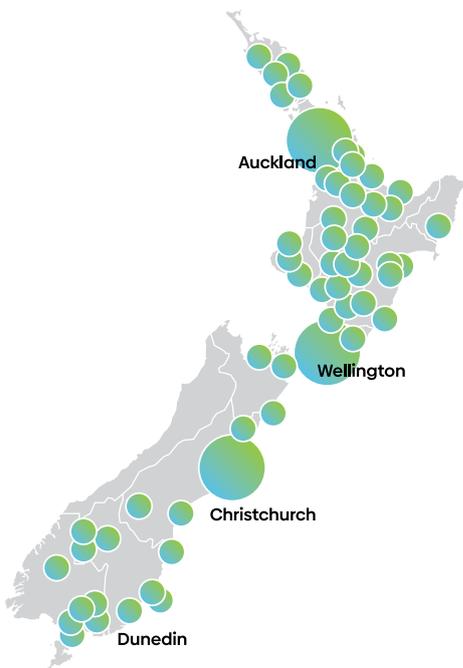
## Where we operate



Downer's geographical footprint spreads across Australia and New Zealand, at more than 700 sites across both countries.

**Our workforce\*\*\***

Downer is one of the largest employers in Australia and New Zealand. For further detail on our workforce, please see pages 12-13 of this Statement and our FY24 Sustainability Report.



**30,608**

**direct employees**

(20,372 in Australia / 10,171 in New Zealand / 65 other International)

**64%**

full-time / 10% part-time / 26% casual

**30%**

women in our workforce

**19%** women in Executive positions

**21%** women in Management positions

**4 women and 3 men on the Downer Board**

**1.84%**

**Aboriginal and Torres Strait Islander employees\***

(Total number of Aboriginal and Torres Strait Islander peoples is determined through self-disclosure during the hiring process)

**12.5%** Māori employees\*\*

(Total number of Māori peoples determined through self-disclosure during the hiring process)

\* % of Aboriginal and Torres Strait Islander employees is calculated as a % of the total workforce in Australia.

\*\* % of Māori employees is calculated as a % of the total workforce in New Zealand.

\*\*\* All figures as at 30 June 2024.

# Criteria C – Identifying modern slavery risks in our operations and supply chain

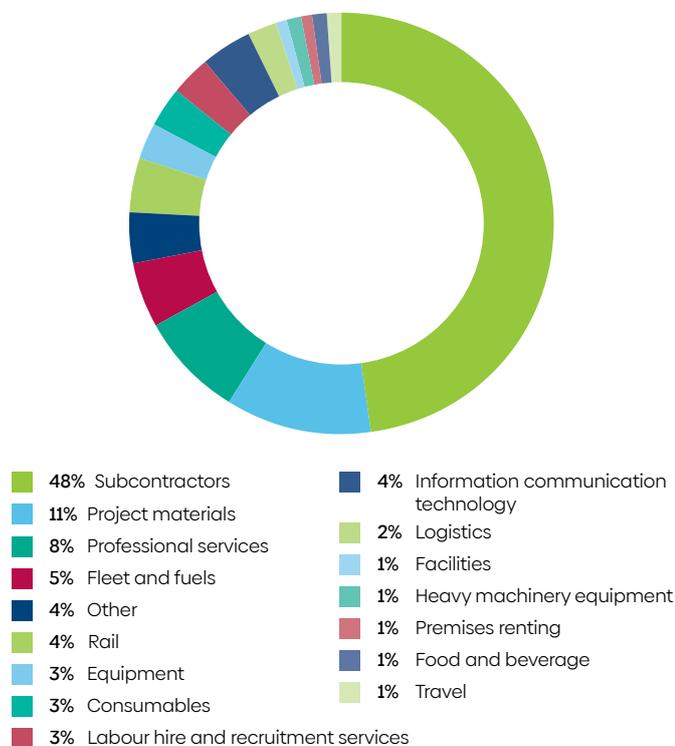
## Our supply chain

For the purposes of this Statement, we define our 'supply chain' as the products and services (including labour) that contribute to Downer's own products and services. We recognise that our supply chain extends beyond our Tier 1 suppliers and subcontractors, as well as products and services sourced outside of Australia or New Zealand.

Given the broad range of services we deliver, and the geographic locations our operations cover, Downer has a large and complex supply chain. In FY24, we spent \$7.6 billion (AUD) with approximately 25,000 suppliers.

The infographic on this page illustrates the breakdown of spend across categories – for a more detailed look at our supply chain, see pages 10-11.

Percentage of spend (\$AUD) by supplier category



## Supply chain risk

At Downer, we take a risk-based approach to identifying and managing the risk of modern slavery in our supply chain.

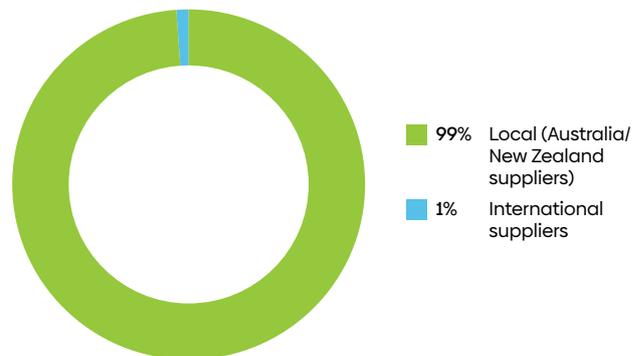
In FY24 we revisited our FY23 review to identify high-risk suppliers.

The FY24 review assessed our Tier 1 suppliers for modern slavery risk based on various criteria, including their industry sector, products and services, geographic location, supply chain model and our overall spend with each.

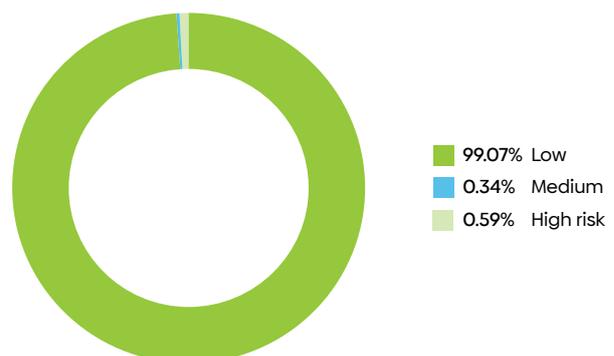
The graphics below provide a breakdown of our Tier 1 suppliers based on their FY24 country-based risk and supply chain spend.

## Tier 1 supply chain spend and country risk

Downer Tier 1 supply chain country risk profile



Downer Tier 1 supply chain spend

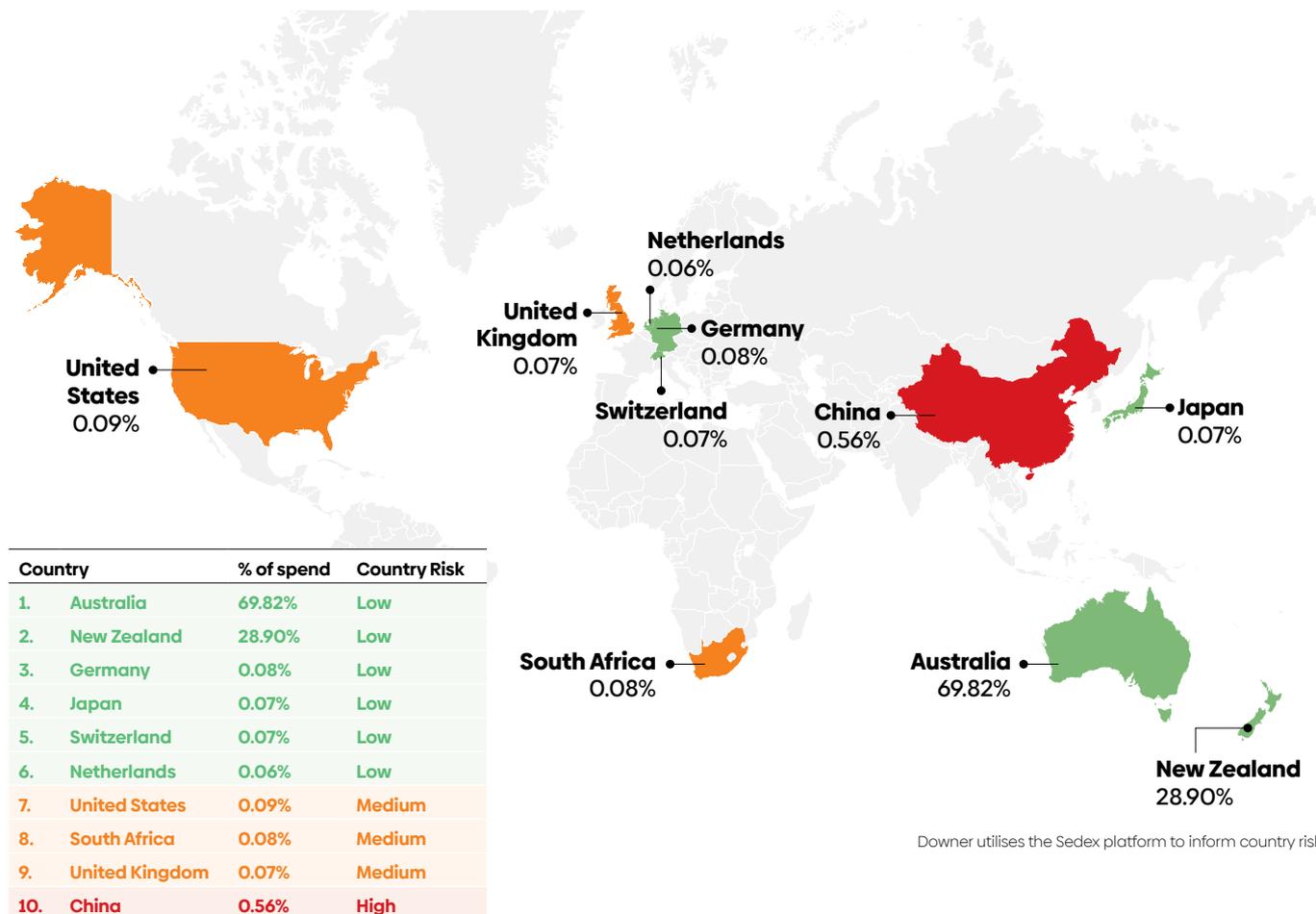




As the below map illustrates, 99% of our Tier 1 suppliers operate in either Australia or New Zealand, both countries considered low risk for modern slavery due to their robust criminal justice systems and proactive efforts to address underlying risk factors.

Country risk is informed by the Sedex platform and is updated annually.

**Location and number of Tier 1 suppliers – categorised by spend**



Downer utilises the Sedex platform to inform country risk.

**High risk supplier identification review**

Downer has complex supply chains that include Tier 2, 3, 4 suppliers and beyond. This complexity impacts our visibility of potential risks. We are continuing to focus on deepening our understanding of the high-risk categories beyond Tier 1 suppliers.

As outlined in our FY23 Modern Slavery Statement, Downer engaged a third party to conduct a high-risk supplier identification review. The purpose of the review was to find opportunities to make improvements to the methodologies used by Downer to assess modern slavery risk attached to its suppliers.

While the review focused on our Tier 1 supplier base, it also had the aim of identifying specific high-risk suppliers and sectors to undergo a more extensive supply chain mapping exercise.

The FY23 review identified potential risk areas including those set out in the table below.

In FY24, Downer has considered those areas and has taken the following action:

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### **Renewable energy**

In FY24, Downer continued to play a part in the renewable energy sector. We continue to focus on solar as a high-risk category and monitor the risk associated with it.

As no new solar panel suppliers were onboarded in FY24, there was no requirement to audit in this period.

There remain concerns that Uyghur forced labour is used to produce the metallurgical grade silicon and polysilicon (used in the production of solar panels) originating from the Xinjiang region in China.

Downer continued to monitor the development of the 'Code of Practice on Managing Modern Slavery Risks in Renewable Energy Value-Chains', which is being drafted by the Clean Energy Council and the NSW Anti-slavery Commissioner.

Downer attended the Anti-Slavery Forum hosted by the NSW Anti-Slavery Commissioner in May 2024, which included a panel discussion on modern slavery risks in the solar sector. Staying informed at an industry level is of high importance to help manage the risks in the solar industry.

Consultations between Group Procurement and the Downer New Energy team occur monthly to discuss commercial developments, future requirements and the management of potential risks.

In FY24, Downer initiated a market scan to gain a deeper understanding of the current solar panel market. This will continue into FY25, alongside a review of the onboarding process and pre-qualification requirements for solar panel suppliers.

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### **Cleaning and security**

Downer operates in the cleaning and security services sectors, both of which have been identified as areas in which modern slavery may occur.

Downer is a member of CAF (Cleaning Accountability Framework). This is an organisation with a mission to improve labour practices in the cleaning industry. We are working with CAF to better understand areas for improvement.

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### **Project and raw materials**

In our FY23 Modern Slavery Statement, we identified crude oil based bitumen as a key focus category, due to the role it plays in our Transport & Infrastructure business unit.

Bitumen is an important component of asphalt, predominantly used for road construction. It is a residual product obtained from the vacuum distillation of petroleum.

Given its intricate supply chain spanning multiple high-risk industries and countries, bitumen was deemed high-risk for the potential existence of modern slavery.

In FY24, Downer carried out a mapping exercise of its bitumen suppliers and has given each of them a low, medium or high residual modern slavery risk ranking.

Through this process, Downer developed a methodology and tools through which it will continue to explore the risk of modern slavery in its supply chain.

Further details are provided in the case study on pages 17-19.

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## Our Operations

For the purposes of this Statement, we define our 'operations' as activities undertaken by Downer to pursue its business objectives and strategy, including the direct employment of workers.

As at 30 June 2024, our total number of employees was 30,608. The breakdown of employees (shown below) remained consistent with FY23, with most casual employees working in our Social Infrastructure & Citizen Services business unit.

### Employees by contract type and gender

Contract type		FY24 Female	FY23 Female	FY24 Other/ Indeterminate	FY23 Other/ Indeterminate	FY24 Male	FY23 Male	FY24 Total	FY23 Total
<b>Permanent</b>	<b>Unit</b>	4,927	5,062	4	0	13,744	14,489	18,675	19,551
Full-time	No.	3,727	3,826	1	0	13,087	13,904	16,815	17,730
Part-time	No.	1,200	1,236	3	0	657	585	1,860	1,821
<b>Temporary</b>		4,350	4,656	3	4	7,580	8,204	11,933	12,864
Full-time	No.	921	1,202	–	0	1,926	2,625	2,847	3,827
Part-time	No.	707	880	–	1	557	695	1,264	1,576
Casual	No.	2,722	2,574	3	3	5,097	4,884	7,822	7,461
<b>Total</b>	<b>No.</b>	<b>9,277</b>	<b>9,718</b>	<b>7</b>	<b>4</b>	<b>21,324</b>	<b>22,693</b>	<b>30,608</b>	<b>32,415</b>

Employee headcount	Unit	FY24	% change compared to FY23
New Zealand	No.	10,171	
– Percentage breakdown	%	33.2%	0%
Australia	No.	20,372	
– Percentage breakdown	%	66.6%	(8%)
Other	No.	65	
– Percentage breakdown	%	0.2%	8%
<b>Total</b>	<b>No.</b>	<b>30,608</b>	

## Operational Risk

Due to the nature of our business (which includes managing assets), Downer operates in some sectors where the workforce is recognised as being at higher risk of modern slavery; including cleaning, security and maintenance.

We recognise that labour rights are human rights – not just for our direct employees, but across our supply chain. We understand that compliance with relevant labour standards and legislation requires ongoing efforts on our part, and in FY24, this included:

- Continuing with our specialist Industrial Relations (IR) team that leads a dedicated IR compliance working group that meets regularly with key stakeholders to review and plan compliance initiatives and audits.
- Reviewing The Downer Standard (TDS) (our integrated management system detailed on page 15).

- Reviewing enterprise agreements and modern award payroll builds for compliance against the annual Fair Work Commission Minimum Wage Decision.
- Respecting our people's right to freedom of association and collective bargaining. In FY24, 44% of our employees were covered by collective agreements across the Australian and New Zealand markets.
- Implementing contractual terms and monitoring programs to review employment practices and labour rights with our outsourcing partners, joint venture partners, contractors and suppliers.

As referred to on page 11, Downer is a member of CAF, and we are working with them to understand areas for improvement.



# Criteria D – Actions to address our modern slavery risks

## Supplier pre-qualification platform

A key FY24 initiative was the introduction of a new supplier pre-qualification technology platform, which aims to streamline our procurement processes. The source-to-contract platform requires suppliers to complete a detailed pre-qualification process.

The platform also enhances our modern slavery screening capability. A mandatory modern slavery questionnaire is integrated into the process, which has been designed to gather relevant data to help Downer assess potential modern slavery risks. Questions with 'unexpected' responses are reviewed manually by our Sustainable Sourcing Manager, prompting further conversations with suppliers to clarify and communicate our requirements.

The introduction of the new platform has revealed that some of our suppliers would benefit from further education and training on modern slavery – what it entails and why it is appropriate for them to safeguard against it. As an initial step, we have provided links to government webpages in the modern slavery section of the process, offering suppliers easy access to educational resources, legislation and reporting requirements on the topic of modern slavery.

The technology platform working group collaborated closely with key stakeholders and business process owners across Downer, including the Sustainable Sourcing Manager, who provided guidance on Downer's expectations relating to modern slavery risks.

Downer's policy is that new suppliers must go through the pre-qualification process in the platform, which enhances the visibility of data collected. All current suppliers will also need to go through the platform for consistency. Roll-out of the new pre-qualification process commenced in FY24, and will continue in FY25. To support the program, Downer has refreshed the associated TDS documentation, making it simpler and easier to follow.

## Training

### Increasing our people's understanding of modern slavery

Last year, Downer rolled out new compulsory procurement training for a selected cohort of employees in procurement-related or commercial-facing roles. The e-learn module includes specific training on sustainable procurement and modern slavery, and in FY24

it was completed by 939 employees.

In FY24, we also sought to give our people improved access to modern slavery training by creating a stand-alone modern slavery e-learn module that is available to all employees (promoted to staff via internal communications). In FY25, we plan to further raise awareness of this e-learn module by distributing a modern slavery communications pack to the communications managers of each business unit.

In addition, there is further tailored ad hoc modern slavery training available to Downer business units. For example, in September 2023 Group Procurement delivered modern slavery training to the senior leadership team of the Social Infrastructure & Citizen Services business unit.

**Downer modern slavery response process**

**Governance and tools**

**The Downer Standard (TDS)**

TDS is Downer’s Integrated Management System. TDS provides a structure to help govern and sustain processes and capabilities.

TDS policies and procedures are owned, maintained and improved by a network of Group Process Owners and Business Unit Quality Leads. This helps provide governance, leadership and accountability across all key areas of our business.

Regular internal and external audits assist us. This includes audits against international standards and accreditation.

Downer refreshed TDS in FY24, with the aim to improve document clarity and interactivity so that employees are better able to apply the standards.

Downer’s approach to corporate governance aims to:

- Maintain our ‘licence to operate’ by striving to adhere to ethical standards, legal requirements and best practice business operations.
- Work towards higher levels of business ethics, integrity and transparency.
- Effectively manage our risks and opportunities by continuing to strengthen our systems, processes and controls.



## Other governance mechanisms

In addition to TDS, Downer has a number of governance tools and procedures that assist us in our modern slavery response. These are outlined below.

Tool/Procedure	Purpose	Distribution
Standards of Business Conduct	Sets expectations for how our people, contractors and suppliers are to conduct business, incorporating topics including modern slavery.	Available on the Downer website and as part of the TDS library on the Downer Intranet.  Communicated to all subcontractors and suppliers via Downer's pre-qualification platform.
Business Integrity Policy	Provides for the reporting of any misconduct or improper conduct in relation to Downer, including behaviour that is inappropriate, unethical, corrupt or illegal. The policy explains options for reporting, including whistleblowing and the Our Voice service (detailed on inside front cover).	Available on the Downer website, and as part of the TDS library on the Downer Intranet.
Procurement Framework	Provides a structured approach to streamline the process of acquiring goods and services. It includes predefined procedures, rules and guidelines designed for transparency, consistency and efficiency in the procurement process. It includes both sustainable and social procurement considerations.	Available as part of the TDS library and on the Group Procurement Intranet Page.
Modern Slavery Due Diligence Procedure	Procedure for due diligence on suppliers in relation to modern slavery.	Available as part of the TDS library and on the Modern Slavery Intranet Page.
Manager Sustainable Sourcing	Management of Downer's modern slavery risk program.	N/A
Modern Slavery Supplier and Subcontractor Checklist	Checklist and process to be completed prior to engaging with any supplier on the Supplier Watchlist.	Available as part of the TDS library and on the Modern Slavery Intranet Page.
Modern Slavery Risk Dashboard	Dashboard classifying suppliers by country, category and spend to provide an overall risk rating and provide buyers with an enhanced understanding of modern slavery risks in relation to supplier choice. Data from Sedex informs the country risk, which is updated annually.	Available on the Modern Slavery Intranet Page.
Modern Slavery Intranet Page	Intranet page including governance, tools, training and links to internal and external information.	Available on the Downer Intranet.
Supply Chain Mapping Toolkit	Toolkit consisting of templates for interviews, reports and mappings.	Available from Group Procurement.
Supplier Watchlist	Internal list of high-risk suppliers, requiring approval from Group Procurement prior to engagement.	Available on the Modern Slavery Intranet Page.
Supplier Sourcing Tool	Tool designed to assist with sourcing suppliers, for internal use only. Filters available around pre-qualification status, Environment, Social and Governance (ESG), insurance status, performance rating, certification, Indigenous ownership, preferred supplier status, modern slavery risk.	Available on the Group Procurement Intranet Page.

## Case study

### Bitumen supply chain mapping

In FY24, Downer progressed mapping its modern slavery risk beyond Tier 1 suppliers and subcontractors.

This commenced with a focus on bitumen supply because of the important role it plays in our Transport & Infrastructure business and its intricate supply chain which spans high-risk industries and countries with limited transparency.

With the support and guidance of an external consultant, Downer worked with 16 internal and external stakeholders across six geographies to map out our extended supply chain through Tier 2 and beyond.

The process followed is outlined below.



#### 1. Preparation

- Conduct desktop research into industry including key suppliers.
- Analyse Downer procurement spend for Category 1 bitumen.
- Summarise research in documents to share internally.
- Prepare communications to request internal support.

#### 2. Internal Consultation

Conduct internal stakeholder meetings to:

- Align on program objectives and approach.
- Better understand commercial drivers and bitumen supply chain dynamics per geography.
- Better understand steps in the supply chain beyond Tier 1 and associated risks based on available information.

#### 3. External Consultation

- Develop communication to engage with external suppliers.
- Prepare interview template/questionnaire.
- Conduct external supplier engagement conversations.
- Finalise reports and share for verification.

#### 4. Supply Chain Mapping

- Prepare bitumen supply chain template.
- Populate template based on desktop research and learnings from internal and external consultation.

#### 5. Playbook and Final Report

- Prepare communications templates.
- Prepare supply chain mapping playbook.
- Prepare final bitumen supply chain report and recommendations.

## What is bitumen and why is it important to Downer?

Bitumen is a residual product obtained from the vacuum distillation of crude oil. Its high viscosity makes it suitable for applications including road infrastructure and urban development, where it is used as a binding agent to manufacture asphalt and chip seal/spray seal pavements. At Downer, we modify and supply bitumen in providing services such as road spray sealing, micro-surfacing and pavement preservation.

## Why is it potentially high risk?

Several factors contribute to the potentially high modern slavery risks associated with bitumen, particularly the countries involved in the various processes that lead to the final product. Bitumen is made using crude oil – and for many bitumen suppliers, it can be challenging to identify the country in which this oil originates. Refineries often use different crude slates for various batches, making it difficult to maintain full traceability. To help mitigate this issue, bitumen suppliers often include contractual clauses that stipulate that crude oil must not be sourced from countries subject to international sanctions.

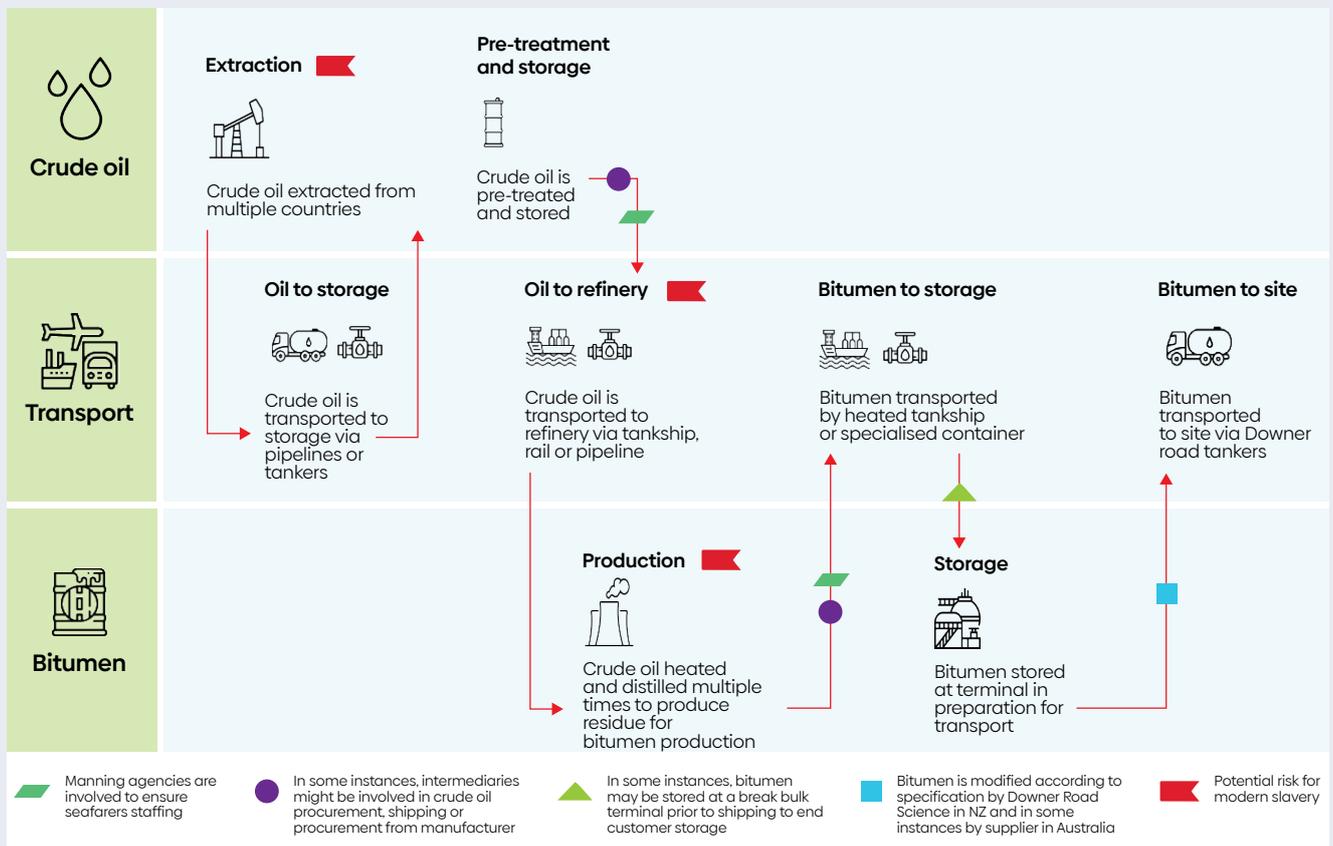
This was true for all of Downer’s suppliers interviewed. However, only two suppliers involved in our mapping exercise were able to provide examples of a previous Downer delivery, tracing the bitumen back to the country of origin of the crude oil.

International bitumen shipping is complex and recognised as high risk due to the involvement of numerous agents in chartering and manning ships.

The production of bitumen also carries a high modern slavery risk, as production companies are often located in medium-risk to high-risk countries. The majority of Downer’s suppliers confirmed that their bitumen is refined in Asia (including China, which is a high-risk country).

The storage, modification and domestic transport of bitumen are all regarded as having a low risk of modern slavery, as these generally happen within controlled environments in Australia and New Zealand (both of which have strong regulatory frameworks).

The image below illustrates the different stages throughout the bitumen supply chain.



### The outcome of our mapping

Based on the information gathered via our interviews and research, each of Downer's bitumen suppliers has been given a modern slavery risk ranking (based on their inherent risk and modern slavery maturity). The findings have been presented to internal stakeholders and we will continue to engage with our suppliers on ways they can progress their management of modern slavery risks. Importantly, this exercise has allowed us to develop a toolkit with resources to help guide future supply chain mapping exercises, including:

- Draft templates for internal and external communication.

- Interview guide.
- Supply chain mapping database template.
- Supply chain mapping report template.
- Modern slavery risk assessment/rating guide.

Downer presented an overview of the project to the Infrastructure Sustainability Council's Modern Slavery Coalition in August 2024.



# Criteria E - Assessing the effectiveness of our actions

Downer has taken steps to assess the effectiveness of its modern slavery program on our operations and supply chain.

## The outcome of our FY24 focus areas and objectives.

Focus Area	Objective	Targets	Outcome
Risk assessment and mitigation	Standardise supplier pre-qualification process across the business.	Commence implementation of a single source pre-qualification tool.	In progress. A new technology platform was selected and implementation commenced in April 2024 (see page 14). The process of onboarding new and existing suppliers is in progress.
Risk assessment and mitigation	Review Tier 2 suppliers in high-risk categories.	Understand the high-risk categories beyond Tier 1 suppliers and broaden our focus on selected Tier 2 suppliers.	Complete for bitumen. A supply chain mapping exercise was completed for our bitumen supply chain during FY24 (see pages 17-19).
Due diligence	Enhance due diligence in the solar panel supply chain.	Continue to monitor and assess risk in the solar sector.	In progress. Downer is monitoring the development of the 'Code of Practice on Managing Modern Slavery Risks in Renewable Energy Value-Chains', which is currently being drafted by the Clean Energy Council together with the NSW Anti-Slavery Commissioner. No further solar panel suppliers have been onboarded during FY24.
Approach to how we deal with risk	Review high-risk suppliers in manufacturing and raw materials sectors.	Map the supply chain of certain high-risk suppliers in these sectors.	Complete for bitumen. Pilot complete for mapping of the bitumen supply chain beyond Tier 1. A toolkit consisting of templates for interviews, mapping and reports has been created for future exercises.
Training and capacity building	Refresh modern slavery training module content.	Update modern slavery training modules directed at procurement specialists.	In progress. The 'Sustainable Procurement and Modern Slavery' e-learn module was updated and launched in FY24, and completed by 939 employees. The 'Sustainable Procurement and Modern Slavery' e-learn module is now available to all staff members.

# Criteria F – Consultation process

Downer's modern slavery governance and risk management program is managed centrally, with procedures documented as part of TDS.

Consultation and collaboration with business units has taken place and is detailed in this Statement, including the bitumen supply chain mapping project, during which we consulted closely with our Transport & Infrastructure business unit in Australia and New Zealand, along with our external Tier 1 suppliers.

When developing our new supplier pre-qualification process, we engaged with representatives from across the business (detailed on page 14).

To assist with ongoing collaboration and information sharing across the business, a Downer Procurement Council was established in FY24. This Council is chaired by the Group General Manager Procurement and Strategic Sourcing and includes representatives from all business units.

## Memberships and external consultation

Supplier Ethical Data Exchange (Sedex)	Sedex is a not-for-profit organisation that promotes ethical and responsible business practices in global supply chains. Downer is a member of Sedex and uses the organisation's tools and data to inform our internal Modern Slavery Risk Matrix, which includes consideration of risk factors associated with forced labour, freedom of association, children and young workers, wages, working hours, discrimination, gender and labour standards.
Supply Chain Sustainability School	Downer is a founding member of the Supply Chain Sustainability School. The school fosters socially, environmentally and economically sustainable supply chains for all organisations in Australia and New Zealand through open access to educational resources.
Cleaning Accountability Framework (CAF)	Downer is a member of CAF, an anti-slavery initiative in the cleaning industry supply chain. CAF's work is based around the UN Sustainable Development Goal 'Decent work', and it provides resources and advice to members on how to improve the management of modern slavery risks in the cleaning industry.
Third-party consultants	Downer engaged external consultants during FY24 to assist with a pilot program mapping out our bitumen supply chain. A library of tools and templates was developed for further supply chain mappings.

## Capacity building collaboration

### Infrastructure Sustainability Council – Modern Slavery Coalition

Downer is a founding member of the Infrastructure Sustainability Council's (ISC) Modern Slavery Coalition. The coalition aims to accelerate the eradication of modern slavery from infrastructure supply chains by shifting industry from a place of reactive compliance to one of transformational leadership. Co-chaired by Transurban and Pillar Two (a human rights and modern slavery advisory firm), the coalition meets regularly throughout the year. Member organisations share lessons learnt and their own experiences with managing modern slavery risks, and guest and expert speakers are invited to share knowledge.

Downer presented an overview of the bitumen supply chain mapping project at the ISC Modern Slavery Coalition meeting in August 2024.

### Industry conferences and events

Downer representatives regularly attend industry forums, webinars and events hosted by Government and Non-Government Organisations (NGOs). We believe collaboration helps us to manage and make progress in addressing the complexity of modern slavery. In FY24, Downer representatives attended:

- The ESG Procurement Conference (September 2023).
- The NSW Anti-slavery Forum (May 2024).
- ACAN (Australian Catholic Anti-Slavery Network) networking events.

# Criteria G - Looking forward

## Plans for FY25 and beyond

For FY25, our areas of focus are as follows:

Focus Area	Objective	Targets
Risk approach	Review the solar panel market and pre-qualification/due diligence requirements.	Understand the changes that have occurred in the solar panel market and how we can manage pre-qualification and risk management of potential suppliers moving forward.
Training and capacity building	Continue educating our people.	Communications pack to be sent out to each Business Unit with resources for toolbox talks, e-learn module training information, newsletter content, etc.
Training and capacity building	Educating our suppliers/subcontractors.	Include training in the subcontractor e-learn module induction training.
Risk approach	Trial a third-party solution for human rights data.	Trialing a human rights business analysis data solution. This may provide us with more information as to where potential risks may exist in our supply chain.

## Current and future legislative climate

### Australia

The Commonwealth Modern Slavery Act (2018) was reviewed during FY23. Following an extensive consultation period, 30 recommendations were brought to Government for consideration. A bill, the Modern Slavery Amendment (Australian Anti-Slavery Commissioner) Bill 2023 was introduced to establish a Federal Anti-Slavery Commissioner on 30 November 2023. The core functions of the Anti-Slavery Commissioner include supporting victims of modern slavery and supporting businesses to address the risks of modern slavery in their operations and supply chains. The bill was passed by the Government on 28 May 2024. At present, this is the only recommendation resulting from the review of the Modern Slavery Act that has been passed by Government.

### New Zealand

There is currently no modern slavery legislation in New Zealand, although the Government was committed to introduce law similar to the Australian legislation. The draft was expected to be released for consultation in mid-2024; however, with the change in Government, the proposal is being reviewed and there are currently no updates available. Downer continues to monitor further legislative developments in Australia and New Zealand.

# Appendix

The controlled entities of the Group listed below were wholly owned during the current and prior year, unless otherwise stated:

## Australia

A E Smith & Son (NQ) Pty Ltd<sup>(v)(vi)</sup>  
A E Smith & Son (SEQ) Pty Ltd<sup>(v)(vi)</sup>  
A.E. Smith & Son Proprietary Limited<sup>(v)(vi)</sup>  
AE Smith Building Technologies Pty Ltd<sup>(v)(vi)</sup>  
A.E. Smith Service (SEQ) Pty Ltd<sup>(v)(vi)</sup>  
A.E. Smith Service Holdings Pty Ltd<sup>(v)(vi)</sup>  
A.E. Smith Service Pty Ltd<sup>(v)(vi)</sup>  
ACN 009 173 040 Pty Ltd  
Airparts Fabrication Pty Ltd<sup>(v)(vi)</sup>  
Airparts Fabrication Unit Trust<sup>(v)(vi)</sup>  
Airparts Holdings Pty Ltd<sup>(v)(vi)</sup>  
Aladdin Group Services Pty Limited  
Aladdin Laundry Pty Limited  
Aladdin Linen Supply Pty Limited  
Aladdins Holdings Pty. Limited  
ASPIC Infrastructure Pty Ltd  
Asset Services (Aust) Pty Ltd  
Berkeley Challenge (Management) Pty Limited  
Berkeley Challenge Pty Limited  
Berkeley Railcar Services Pty Ltd  
Berkeleys Franchise Services Pty Ltd  
Bonnyrigg Management Pty. Limited  
Cleandomain Proprietary Limited  
Cleavevent Australia Pty. Ltd.  
Cleavevent Holdings Pty. Limited  
Cleavevent International Pty. Limited  
Cleavevent Technology Pty Ltd  
Concrete Pavement Recycling Pty Ltd  
DM Roads Services Pty Ltd  
DMH Electrical Services Pty Ltd  
DMH Maintenance and Technology Services Pty Ltd  
DMH Plant Services Pty Ltd  
Downer Australia Pty Ltd  
Downer EDI Associated Investments Pty Ltd  
Downer EDI Engineering Company Pty Limited  
Downer EDI Engineering CWH Pty Limited  
Downer EDI Engineering Electrical Pty Ltd  
Downer EDI Engineering Group Pty Limited  
Downer EDI Engineering Holdings Pty Ltd  
Downer EDI Engineering Power Pty Ltd  
Downer EDI Engineering Pty Limited  
Downer EDI Limited Tax Deferred Employee Share Plan  
Downer Utilities Australia Pty Ltd  
Downer Utilities Holdings Australia Pty Ltd  
Downer Utilities New Zealand Pty Ltd  
Downer Utilities SDR Pty Ltd  
Downer Victoria PPP Maintenance Pty Ltd  
EDI Rail PPP Maintenance Pty Ltd  
EDICO Pty Ltd  
Emerald ESP Pty Ltd<sup>(v)(vi)</sup>  
Emoleum Partnership  
Emoleum Road Services Pty Ltd  
Emoleum Roads Group Pty Ltd  
Envar Engineers and Contractors Pty Ltd<sup>(v)(vi)</sup>  
Envar Holdings Pty Ltd<sup>(v)(vi)</sup>  
Envar Installation Pty Ltd<sup>(v)(vi)</sup>  
Envar Service Pty Ltd<sup>(v)(vi)</sup>  
Envista Pty Limited  
Errolon Pty Ltd  
Evans Deakin Industries Pty Ltd  
Fieldforce Services Pty Ltd  
Fowlers Asphaltting Pty. Limited  
Gippsland Asphalt Pty. Ltd.  
Infrastructure Constructions Pty Ltd  
International Linen Service Pty Ltd  
LNK Group Pty Ltd  
Lowan (Management) Pty. Ltd.  
Maclab Services Pty Ltd  
Mineral Technologies (Holdings) Pty Ltd  
Mineral Technologies Pty Ltd  
Monteon Pty Ltd  
Nationwide Venue Management Pty Limited

**Australia – continued**

New South Wales Spray Seal Pty Ltd  
 NG-Serv Pty Ltd<sup>(v)(vi)</sup>  
 Nuvogroup (Australia) Pty Ltd<sup>(v)(vi)</sup>  
 Pacific Industrial Services BidCo Pty Ltd  
 Pacific Industrial Services FinCo Pty Ltd  
 Primary Producers Improvers Pty. Ltd.  
 Rail Services Victoria Pty Ltd  
 Riley Shelley Services Pty Limited  
 Roche Services Pty Ltd  
 RPC Roads Pty Ltd  
 RPQ Asphalt Pty. Ltd.  
 RPQ Mackay Pty Ltd  
 Downer EDI Mining Pty Ltd  
 Downer EDI Mining-Minerals Exploration Pty Ltd  
 Downer EDI Rail Pty Ltd  
 Downer EDI Services Pty Ltd  
 Downer EDI Works Pty Ltd  
 Downer Energy Systems Pty Limited  
 Downer Group Finance Pty Limited  
 Downer Holdings Pty Limited  
 Downer Investments Holdings Pty Ltd  
 Downer Mining Regional NSW Pty Ltd  
 Downer PipeTech Pty Limited  
 Downer PPP Investments Pty Ltd  
 Downer Professional Services Pty Ltd  
 Downer QTMP Pty Ltd<sup>(iii)</sup>  
 Spotless Investment Holdings Pty Ltd  
 Spotless Management Services Pty Ltd  
 Spotless Property Cleaning Services Pty Ltd  
 Spotless Securities Plan Pty Ltd  
 Spotless Services Australia Limited  
 Spotless Services International Pty Ltd  
 Spotless Services Limited  
 Spotless Treasury Pty Limited  
 SSL Asset Services (Management) Pty Ltd  
 SSL Facilities Management Real Estate Services Pty Ltd  
 SSL Security Services Pty Ltd  
 Tarmac Linemarking Pty Ltd  
 Taylors Two Two Seven Pty Ltd  
 Trenchless Group Pty Ltd  
 Trico Asphalt Pty. Ltd.  
 UAM Pty Ltd

Utility Services Group Holdings Pty Ltd  
 Utility Services Group Limited  
 VEC Civil Engineering Pty Ltd  
 VEC Plant & Equipment Pty Ltd

**New Zealand and Pacific**

DGL Investments Limited  
 Downer Construction (Fiji) Pte Limited  
 Downer Construction (New Zealand) Limited  
 Downer EDI Engineering PNG Limited  
 Downer EDI Engineering Power Limited  
 Downer EDI Works Vanuatu Limited  
 Downer New Zealand Limited  
 Downer New Zealand Projects 1 Limited  
 Downer New Zealand Projects 2 Limited  
 Downer Utilities New Zealand Limited  
 Green Vision Recycling Limited  
 Hawkins Limited  
 Hawkins Projects 1 Limited  
 ITS Pipetech Pacific (Fiji) Pte Limited  
 Richter Drilling (PNG) Limited  
 Spotless Facility Services (NZ) Limited  
 Spotless Holdings (NZ) Limited  
 Techtel Training & Development Limited  
 RPQ North Coast Pty. Ltd.  
 RPQ Pty Ltd  
 RPQ Services Pty. Ltd.  
 RPQ Spray Seal Pty. Ltd.  
 Skilltech Consulting Services Pty. Ltd.  
 Skilltech Metering Solutions Pty Ltd.  
 Smarter Contracting Pty Ltd  
 Southern Asphalters Pty Ltd  
 Sports Venue Services Pty Ltd  
 Spotless Defence Services Pty Ltd  
 Spotless Facility Services Pty Ltd  
 Spotless Financing Pty Limited  
 Spotless Group Holdings Limited  
 Spotless Group Limited

**Africa**

Downer EDI Mining – Ghana Limited  
 MD Mineral Technologies Africa (Pty) Ltd  
 MD Mining and Mineral Services (Pty) Ltd<sup>(o)</sup>

## Asia

Chang Chun Ao Hua Technical Consulting Co Ltd  
 Cleanevent Middle East FZ-LLC<sup>(ii)</sup>  
 Downer EDI Engineering (S) Pte. Ltd.  
 Downer EDI Engineering Holdings (Thailand) Limited  
 Downer EDI Engineering Thailand Ltd  
 Downer EDI Group Insurance Pte. Ltd.  
 Downer EDI Rail (Hong Kong) Limited  
 Downer EDI Works (Hong Kong) Limited  
 Downer Pte. Ltd.  
 Downer Singapore Pte. Ltd.  
 MD Mineral Technologies Private Limited  
 PT Duffill Watts Indonesia

## Americas

Mineral Technologies Comercio de Equipamentos para  
 Processamento de Minerais LTDA  
 Mineral Technologies Inc.<sup>(iii)</sup>  
 Mineral Technologies, Inc.

## United Kingdom and Channel Islands

KHSA Limited  
 Sillars (B. & C.E.) Limited<sup>(iv)</sup>  
 Sillars (TMWD) Limited<sup>(iv)</sup>  
 Sillars Holdings Limited<sup>(iv)</sup>  
 Sillars Road Construction Limited<sup>(iv)</sup>  
 Works Infrastructure (Holdings) Limited<sup>(iv)</sup>  
 Works Infrastructure Limited<sup>(iv)</sup>  
 The Roding Company Limited  
 Waste Solutions Limited  
 Works Finance (NZ) Limited

(i) 70% ownership interest.

(ii) Entity is currently undergoing liquidation/dissolution.

(iii) Entity incorporated during the financial year ended 30 June 2024.

(iv) Entity dissolved/de-registered during the financial year ended 30 June 2024.

(v) Entity disposed during the financial year ended 30 June 2024.

(vi) These Spotless controlled entities did not form part of the tax-consolidated group of which Downer EDI Limited is the head entity.



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