



Supplier Code of Conduct

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1. Introduction

Vicinity Centres (Vicinity) has one of the largest portfolios of shopping centres in Australia and with this comes the opportunity to collaborate with our suppliers to create shared value and bring our purpose of *enriching community experiences* to life.

We take our corporate responsibility seriously and we aim to deliver sustainable commercial outcomes by building a transparent and ethical supply chain through our core values by:

- Collaboration with our suppliers and their supply chains to raise awareness and understanding
- Embracing difference and enabling participation of diverse suppliers in all economic activities
- Imagining a better way through continuous improvement and driving positive change with a focus on wellbeing, community and the environment.

The intention of this Supplier Code of Conduct (Code) is to outline Vicinity's commitment to promoting responsible sourcing practices spanning from human rights, the environment and business ethics, across our organisation and suppliers.

We require our suppliers including their sub-contractors and all third parties in our suppliers' supply chain to share our commitment in acting fairly, ethically, safely and responsibly at all times.

This Code forms an important component of Vicinity's procurement processes and agreements with our suppliers and is also underpinned by our values and commitment to sustainability as described in detail within our Sustainability Strategy which is located at <https://www.vicinity.com.au/sustainability>

We have also briefly outlined our focus areas and commitments below.

2. Vicinity Commitments

2.1 Diversity and Inclusion

Vicinity is committed to building a supplier portfolio that reflects the diversity of our retail partners, customers and communities in which we operate, and which offers a wide range of innovative and sustainable capabilities and solutions.

Where possible we actively partner with suppliers whose business activities:

- Alleviate youth disengagement and unemployment, the key focus of Vicinity's community investment program;
- Address diversity and inclusion related initiatives, for example women-owned businesses or disability enterprises; and
- Where practicable, Vicinity encourages suppliers to engage disadvantaged individuals and social enterprises in their own operations and supply chains.

2.2 Reconciliation Action Plan (RAP)

Vicinity has developed a Reconciliation Action Plan (RAP) which aims to increase respect, equality and opportunity for Aboriginal and Torres Strait Islander peoples, businesses and communities.

For more information, see <https://www.vicinity.com.au/sustainability/social> . As part of its commitments under the RAP, Vicinity seeks to:

- Engage more Indigenous-owned businesses and enterprises in its supply chain; and
- Where practicable, encourage its suppliers to employ Aboriginal and Torres Strait Islander employees into their operations and/or engage Indigenous-owned enterprises in their supply chain.

2.3 Community Programs

Vicinity understands the significant roles our centres play as local hubs for economic activity, social interactions, entertainment and services that define community lifestyles and experiences.

We strive to make genuine positive difference by creating more opportunities for economic participation, access and inclusion, and enhancing the overall community resilience and wellbeing of the communities in which we operate. Vicinity seeks to work with suppliers that are also committed to fostering the social and economic development of the communities in which they operate. Where possible we actively partner with suppliers who:

- Make genuine positive difference by creating opportunities for economic participation, access and inclusion, and enhancing the overall community resilience and wellbeing of the communities in which they operate
- Have in place procedures and systems to identify local stakeholders or communities of interest, and consult with and engage these stakeholders and communities on important issues; and
- Establish strategic, short and long-term partnerships and programs with community organisations, and other stakeholders that deliver benefits to local communities.

2.4 Environmental Responsibility

Vicinity is committed to being environmentally sustainable in all our activities. We value solutions that:

- Minimise energy and resource use,
- Create minimal waste and pollution, and
- Anticipate environmental issues and manage them at the source.

We seek to work with suppliers who provide us with products and services that incorporate environmental sustainability considerations wherever possible. We take a collaborative approach to our relationships with our suppliers to achieve shared sustainability objectives.

3. All Supplier obligations

Vicinity require the highest ethical and professional standards of its employees and this extends to contractors and suppliers through this Code. This code applies to all new, prospective and existing suppliers including their subcontractors that provide products and services to Vicinity Centres.

Suppliers are defined as any businesses that supply goods or services to Vicinity. Suppliers must comply with all applicable laws, and in particular must share our values and adhere to the same principles outlined below:

3.1 Human Rights, Labour Practices, Indigenous Rights and Diversity & Inclusion

- Adopt robust employment practices to maintain workplace rights and entitlements in respect to their workers and business operations, and comply with all applicable laws in relation to their employment practices;
- Conduct business activities in a manner that respects and supports the principles of human rights, as set out in the International Bill of Human Rights¹, and the eight fundamental Conventions of the International Labour Organisation²;
- Have in place appropriate policies and procedures to assess and address the risks of human rights and modern slavery in their operations and supply chains, and if required by any applicable law, have a Modern Slavery Statement and make that statement available for public viewing;
- Have a procurement policy which includes sustainability practices related to environmental, social and economic principles;
- Provide wages for regular and overtime work and benefits that meet or exceed applicable legal requirements;
- Ensure no worker is to work more than the maximum hours of daily labour set by applicable laws;
- Respect, protect and promote the rights of Indigenous peoples;
- Treat each worker with dignity and respect, and not subject workers to threats of violence, physical punishment, confinement or other form of physical, sexual, psychological or other harassment, discrimination or abuse; and
- Provide an inclusive and supportive workplace that values diversity free from unfair discrimination in relation to gender, sexuality, ethnicity or beliefs

3.2 Occupational Health and Safety

- Comply with all applicable health and safety laws;
- Provide a healthy and safe work environment through sound management practices and training to appropriately perform jobs safely; and
- Record, track and report all occupational injuries and illnesses as required by applicable laws and support accident prevention.

3.3 Anti-Bribery, Anti-Money Laundering and Sanctions Laws

- Maintain accurate records of their financial transactions;
- Not commit, or become involved in, bribery, corruption, fraud or money laundering of any form, including facilitation payments;
- Not directly or indirectly give, offer, or accept anything of value to obtain or retain business or favoured treatment to influence actions or to obtain an improper advantage for Vicinity, itself or any other third party, including any inducement of any kind; and

¹ International Bill of Human Rights consists of the Universal Declaration of Human Rights, the International Covenant on Economic, Social and Cultural Rights, and the International Covenant on Civil and Political Rights.

² The ILO conventions address freedom of association, collective bargaining, forced labour, minimum age, worst forms of child labour, equal remuneration, and discrimination (employment and occupation).

- Not deal with companies on the Department of Foreign Affairs and Trade (DFAT) Consolidated List of all persons and entities who are subject to targeted financial sanctions or travel bans under Australian sanctions laws (as listed here Supply Chain Management).

3.4 Environment

- Maintain an Environmental Management System (EMS) to manage the impact of their operations on the environment;
- Maintain procedures for notifying Vicinity and local authorities in the event of an accident or incident which may adversely affect the environment as a result of their operations;
- Obtain and maintain required environmental permits and submit required environmental reports to relevant authorities and Vicinity in a timely manner;
- Train their workers and their supply chain about environmental laws, policies and procedures applicable to their work;
- Appropriately monitor, control and treat discharges generated from operations;
- Store, transport, use and dispose of any hazardous materials safely and responsibly; and
- Meet expectations in relation to effective management of environmental responsibilities, by having a written Environment Policy taking responsibility for minimising the negative environmental impacts of their products and services, including across the entire life cycle of the product or service.

4. Additional considerations for suppliers to Vicinity

In addition to the above, suppliers will consider the following:

4.1 Climate Change

- Identify and respond to climate change risks and opportunities and work towards reducing carbon emissions in business activities;
- Commit to reduce their carbon emissions in areas within their control at their own and at Vicinity assets, and to imbed a preference for low embedded carbon products and services in their supply chain; and
- Actively participate in schemes and initiatives for reduction and efficiency such as NABERS and other regulative requirements or asset strategies.

4.2 Waste and Resource Management

- Utilise resources optimally for maximum lifecycle and disposal or recycling of waste without environmental harm;
- Commit to maximising the reuse and recycling of materials while minimising waste volumes with an aim to minimise the quantity and environmental impact of waste going to landfill; and
- Actively participate in schemes and initiatives for reduction and efficiency such as NABERS and other regulative requirements or asset strategies.

4.3 Biodiversity

- Contribute positively to sustainable and resilient communities and ecosystems through the protection of biodiversity
- Make a positive contribution to biodiversity, in relation to the products and services they provide
- Commit to stopping or reducing deforestation in relation to the products and services they provide.

4.4 Water

- Employ best practice approaches to sustainable use and management of water resources
- Commit to sustainable use and management of water resources in all areas that it has control over, and
- To support and encourage others where it can meaningfully do so.

4.5 Product Certification

- Recognise the importance of purchasing ethically source products
- Commit to purchasing ethically sources product which are approved by a standardised certification scheme such as Good Environmental Choice Australia Certification (GECA), Forest Stewardship Council (FSC), Program for the Endorsement of Forest Certification (PEFC) Certification and GreenTag Certification.

5. Transparency, Compliance and Governance

Suppliers should develop, maintain and implement policies consistent with this Code and maintain appropriate management systems to demonstrate compliance with the Code. Vicinity expects that our supplier's financial, environmental and social risks and opportunities are integrated into the organisation's governance practices and risk management frameworks at the Board and Executive levels.

We recognise that our suppliers will not all be at the same level of compliance with the requirements of this Code. Vicinity is committed to working collaboratively with our suppliers to build their understanding, raise performance and independently develop clear plans to achieve compliance and demonstrate progress.

This may include assessments of supplier practices, periodic requests for additional information or site visits. Throughout this process, our objective is to work with our suppliers to identify best practice and support continuous improvement. If a supplier is not capable of, or reluctant to comply with this Code, Vicinity may decide to end the relationship at our discretion subject to contractual obligations.

Suppliers must:

- Respond in full and be open and honest to all information requests, and provide all requested supporting documentation;
- Cooperate with Vicinity in carrying out site reviews where required;
- Conduct regular due diligence as well as risk identification, assessment in relation to the risk areas outlined in this Code and how these may arise under or in connection with the supplier's operations, facilities, supply chain and Supply Arrangements;
- Have implemented policies, procedures and plans addressing the risk areas outlined in this Code, as well as update and test these regularly as appropriate;
- Have properly communicated the requirements of this Code to their workers, their supply chain and sub-contractors directly involved in the Supply Arrangements;
- Work with their own supply chain and sub-contractors to ensure the requirements in this Code are met, including by maintaining supply chain management systems to monitor compliance with the requirements of this Code;
- Notify us of any breaches (actual or potential) of this Code;
- Complete agreed action plans to achieve compliance with this Code should any breaches or shortcomings be identified;
- Maintain a whistle blower policy that complies with all applicable laws and at a minimum allows violations, misconduct, or grievances to be reported and addressed without fear of retaliation;
- Ensure timely disclosure of important sustainability matters concerning any products or services provided to Vicinity; and
- Have appropriate systems and processes to manage and report the progress of their social and environmental performance.
- Protect the information that Vicinity may share and to handle such information in accordance with applicable laws ; and
- Implement appropriate measures to protect this information against loss, unauthorised access and unauthorised use. Suppliers must notify Vicinity as soon as possible upon becoming aware of any such loss, unauthorised access or unauthorised use.
- Protect confidential information, commercially sensitive information and/or personal information (within the meaning of the Privacy Act 1988 (Cth)) collected under or in connection with the Supply Arrangements, including by ensuring that suppliers, their supply chain and sub-contractors only use such information for an authorised purpose under applicable agreements.

Where a current or a former supplier is not comfortable to raise concerns via normal business channels, Vicinity maintains a Whistleblower process managed by an independent third party, Deloitte. Further details on this process are available at

<https://www.vicinity.com.au/about-us/corporate-governance>

6. Questionnaires

Vicinity's Supplier Sustainability Questionnaire is the main avenue through which we gather important information regarding the performance of our suppliers. We will ask our suppliers to complete the questionnaire prior to engagement and also in the event of a material change in ownership, business operations or products and services provided to Vicinity.