



Supplier Code of Conduct

December 2025

Introduction and Purpose

Vicinity is committed to the responsible and sustainable sourcing of goods and services for the portfolio of shopping centres and mixed-use properties which it owns or manages in Australia.

This Code sets out the minimum requirements for Vicinity Suppliers to ensure ethical, safe, and sustainable business practices to support Vicinity's values, purpose, and strategy. This Code is not intended to be an exhaustive list of all requirements to be followed by Suppliers. Where requirements covered by law, contract or another Vicinity policy are also addressed in this Code, whichever affords the greater protection applies.

This Code applies to any Vicinity Supplier and may be contractually binding if incorporated into supply agreements such as Vicinity's Purchase Order General Terms and Conditions.

1. Governance

Normal style

1.1 Compliance with Laws and Regulations

Suppliers must comply with:

- a) all Code requirements;
- b) all applicable laws and regulatory requirements relating to the operation of their business, including those relating to:
 - (i) human rights and Modern Slavery Laws;
 - (ii) anti-corruption, anti-money laundering and sanctions laws;
 - (iii) workplace health and safety;
 - (iv) environmental performance, management and reporting; and
 - (v) privacy, confidentiality and information security; and
- c) all applicable and reasonable policies and procedures of Vicinity as provided in writing from time to time;

including by ensuring that Suppliers implement and maintain supply chain management systems to ensure that its Personnel comply with the Code.

1.2 Ethical business practices

Suppliers must not engage in any activities that would involve, or could appear to involve, a conflict of interest and disclose any actual, potential or perceived conflicts of interest to Vicinity. Suppliers must engage in fair and honest business practices with all stakeholders.

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

Suppliers must:

- d) maintain accurate records of their financial transactions;
- e) not commit, or become involved in, bribery, corruption, fraud or money laundering of any form, including facilitation payments, or any breach of applicable sanctions laws or regulations;

- f) 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
- g) not deal with companies subject to targeted financial sanctions or travel bans under Australian sanctions laws, as listed on the Department of Foreign Affairs and Trade's website, as amended from time to time.

2. Supply Chain Management

2.1 Labour and Human Rights

Suppliers must:

- a) adopt robust employment practices which align with sound industry practice in relation to maintaining the workplace rights and entitlements of personnel;
- b) conduct business activities in a manner that respects and supports the principles on human rights, as set out in the International Bill of Human Rights, and the eight fundamental Conventions of the International Labour Organisations;
- c) 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
- d) not engage in any form of Modern Slavery (including engaging in practices with a high risk of contravening Modern Slavery laws) or work with Suppliers, subcontractors or recruiters who engage in any form of Modern Slavery.

2.2 Health and Safety

Suppliers must, as required by applicable laws, maintain a safe and healthy workplace by:

- a) ensuring that all Personnel are provided with proper personal protective equipment as required by the nature of the work they are engaged in;
- b) recording, tracking and reporting occupational injuries and illnesses; and
- c) integrating sound health and safety management practices into its business.

2.3 Supplier Risk Management

Suppliers must:

- a) respond in full and be open and honest to all reasonable information requests from Vicinity, and provide all reasonably requested supporting documentation with respect to the Supplier's compliance with this Code;
 - a. make their Personnel who are directly involved in providing services or goods to Vicinity available to take part in or facilitate supply chain reasonably requested reviews by Vicinity;
 - b. cooperate with Vicinity in carrying out site inspections where reasonably required to ensure compliance with a Supplier's obligations to Vicinity;
 - c. complete questionnaires reasonably required by Vicinity in relation to risk areas outlined in this Code;
 - d. complete agreed action plans to achieve compliance with this Code should any breaches or shortcomings be identified; and

- e. have properly communicated requirements aligned with this Code to their Personnel directly involved in providing goods or services to Vicinity.

3. Environment and social responsibility

3.1 Environment

Suppliers must, as appropriate for their operations:

- a) have an environmental management system to manage the impact of their operations on the environment;
- b) maintain procedures for notifying local authorities, and Vicinity where relevant to the Supplier's production or supply of goods or services to Vicinity, in the event of an accident or incident which may adversely affect the environment as a result of their operations;
- c) obtain and maintain required environmental permits and submit required environmental reports to relevant authorities and, to the extent reasonably required by Vicinity, to Vicinity in a timely manner;
- d) train Personnel about environmental laws, policies and procedures applicable to their work; and
- e) store, transport, use and dispose of any hazardous materials safely and responsibly.

3.2 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. Vicinity welcomes the opportunity to engage with indigenous-owned businesses and encourages all Suppliers to consider opportunities to contribute to reconciliation.

3.3 Diversity and Social Procurement

Vicinity values partnerships with Suppliers who are working to promote positive social and economic outcomes for people who are disadvantaged, support the marginalised in our communities and address other diversity and inclusion related issues in our communities. Vicinity encourages Suppliers to present opportunities to collaborate on such initiatives.

4. Cyber security and privacy

To the extent reasonably required by Vicinity to protect Vicinity and its information assets, Suppliers must implement technical and organisational security measures that align with Vicinity's information security requirements, including managing and monitoring their subcontractors and supply chain.

If Suppliers become aware of a cyber incident or data breach that affects or may affect Personal Information held on behalf of or provided by Vicinity, they must notify Vicinity as soon as practicable and at least within 72 hours of becoming aware of the incident or breach at data.breach@vicinity.com.au.

Suppliers who handle or access Personal Information on behalf of Vicinity must comply with the Privacy Laws applicable to Vicinity as though they bind the Supplier, and must not do anything that would cause Vicinity to breach Privacy Laws.

To find out more about cyber security, information, advice and training is available at cyber.gov.au and cyberwardens.com.au.

5. Whistleblower Protection

To the extent required by any applicable laws, Suppliers must establish and maintain mechanisms for employees to report concerns or illegal activities without fear of retaliation. This includes providing confidential channels for reporting and ensuring that whistleblowers are protected from any form of retaliation or discrimination.

Vicinity's Whistleblowing Policy, including contact details for our independently monitored whistleblower service, is available at <https://www.vicinity.com.au/about-us/corporate-governance>.

6. Enforcement of this Code

6.1 Reporting

Suppliers must:

- a) notify Vicinity in writing of any breaches of this Code as soon as reasonably practicable; and
- b) work with Vicinity and provide all reasonably necessary assistance and co-operation required by Vicinity to resolve the situation in a timely manner.

6.2 Monitoring

Suppliers must cooperate and provide Vicinity with supporting evidence as may be reasonably requested to help Vicinity verify compliance with this Code.

7. Definitions

In this Code:

- **Modern Slavery** means any activity, practice or conduct that would constitute an offence under the Modern Slavery Laws. More generally, modern slavery is an umbrella term generally used to refer to situations of exploitation where a person cannot refuse or leave due to threats, coercion, deception, and/or abuse of power. An example of modern slavery is forced labour.
- **Modern Slavery Laws** means the *Australian Modern Slavery Act 2018* (Cth), the *Australian Criminal Code Act 1995* (Cth), and any other anti-slavery and human trafficking law, statute, regulation or code from time to time in force as applicable.
- **Personnel** means any person, employee, contractor, worker, sub-contractor or other entity engaged directly or indirectly by a Supplier, including their officers, employees, agents, representatives and recruiters.
- **Personal Information** has the meaning given to the term in the *Privacy Act 1988* (Cth), as amended from time to time.
- **Privacy Laws** means the *Privacy Act 1988* (Cth), the *Spam Act 2003* (Cth) and any other applicable laws relating to the protection of privacy or personal information.
- **Supplier** means any person or entity supplying goods, services, works or deliverables to Vicinity.
- **Vicinity** means the group made up of Vicinity Limited ABN 90 114 757 783, Vicinity Centres Trust ARSN 104 931 928 and their respective controlled entities, including Vicinity Centres PM Pty Ltd ABN 96 101 504 045, and any shopping centre or property owned or managed by any of the above entities.