



Responsible Contractor Policy

July 2022

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1. Purpose and Applicability to Contractors

The purpose of this Responsible Contractor and Supplier Policy (this “Policy”) is to articulate certain ESG-related expectations and requirements for any Contractor to Quinbrook Infrastructure Partners LLC (“Quinbrook”, “we”, “our”). For the purposes of interpreting and applying this Policy:

“Contractor” shall mean any company (excluding sole proprietorships, companies with only one employee, or individual contractors) that enters into a contract of Minimum Value or more to supply “Services”, a term which shall include construction, repairs, maintenance and infrastructure operating services. “Minimum Value” shall mean a single contract pursuant to which a Contractor is anticipated to provide us with (i) construction services of US\$ 10 million or more; (ii) infrastructure operational or maintenance services of US\$ 10 million or more; or (iii) for all other services, US\$ 20 million or more.

The standards imposed by this Policy are in addition to, and do not supersede, the provisions of any legally binding agreement or contract between a Contractor and Quinbrook. Contractors are deemed to have accepted the terms and standards required by this Policy, and to have agreed to comply with the Policy, upon submitting a bid to provide, agreeing to provide or perform, or actually providing or performing – whichever comes first – any Services to Quinbrook.

The standards imposed by this Policy are also in addition to (or apply in parallel with) those set forth in Quinbrook’s Supplier Code of Conduct or any other policies applicable to Contractors, as the case may be.

2. Our Objectives

This Policy seeks to ensure that Contractors are not only providing reliable, cost-effective and high-quality Services to Quinbrook, but are also providing fair wages and benefits and ensuring a healthy and safe working environment to and for their workers, at all times in compliance with applicable law.

A competitive bidding, evaluation and selection process is also an important component of this Policy. This is because we are committed to delivering added value to our investors. Pursuant to this Policy, Contractors should be selected based upon demonstrated ability to provide high quality Services and to enhance value accruing to Quinbrook and its investors, as evidenced by their experience, reputation, delivery track record, responsiveness, fees/costs and dependability, as well as by their record of compliance with applicable laws and regulations and demonstrate a commitment to the payment of fair wages and benefits to their workers. Quinbrook believes that the selection and utilization of such Contractors will ensure that Services are provided to Quinbrook by adequately trained, experienced and motivated workers who deliver high quality Services.

3. Requirements of a Responsible Contractor

Contractors shall:

- A. Comply with Quinbrook's Policies, Procedures, Contractual Terms and All Local, State and National Laws: All Contractors shall comply with all local, state and national laws including, but not limited to, those pertaining to minimum wage, labour relations, occupational safety and health, anti-discrimination, insurance, and taxes. Contractors shall comply with the terms of all contracts entered into with Quinbrook and further comply with our Supplier Code of Conduct, and other applicable policies in place from time to time. Contractors shall demonstrate their compliance as and when requested by Quinbrook.
- B. Pay Fair Wages and Offer Fair Benefits: Our Contractors must pay workers a fair wage and offer fair benefits. A "fair wage" includes at a minimum, all compensation required by applicable law. Beyond that, what constitutes a "fair wage" and "fair benefits" will depend on the wages and benefits paid on comparable projects, taking into account local market factors that include the nature of the projects, comparable job or trade classifications, the scope and complexity of the Services provided, the location of the Contractor and of its workforce, the state of the economy, and the financial performance of the Contractor. This Policy recognises that practices and labour market conditions vary materially across markets, sectors and regions and that flexibility in implementation is important.
- C. Ensure Fair Working Conditions: Our Contractors must provide fair working conditions, which include at a minimum compliance with all applicable laws regarding occupational safety and health. Beyond that, this Policy recognises that working conditions may vary across Services provided, industries, markets, sectors and regions. Therefore, fair working conditions shall carefully consider the type of trade and type of project in relation to which Services are to be provided, as well as relevant legal/statutory standards.
- D. Respect the Right of Association: Our Contractors must respect their employees' rights to associate, self-organize, form, join or assist labor organizations, along with the right to bargain collectively through representatives of their choosing regarding wages, hours and working conditions or to refrain from engaging in such activities. Contractors must not discriminate, harass or retaliate against any worker for reason of their lawful participation in any freedom of association activities or collective bargaining efforts or rights, or their raising of issues to management concerning compliance with a collective bargaining agreement or any other legal requirements.
- E. Provide Paid Safety Training: Contractors shall provide access to such paid safety training as may be required by applicable laws to ensure that all employees have the skills and legal certifications necessary to perform assigned work safely.
- F. Safeguard Human Rights: Contractors must adhere to Quinbrook's Human Rights Policy and must respond diligently, when requested, to Quinbrook's Modern Slavery Questionnaire.

Contractors shall use commercially reasonable efforts to:

- G. Monitor Subcontractors: Contractors shall use commercially reasonable efforts to ensure compliance with this Policy by their own contractors.
- H. Seek to Uphold the United Nations Guiding Principles: Contractors shall seek to uphold the fundamental labour standards of the United Nations Guiding Principles on Business and Human Rights and Global Compact to the extent feasible. We note that at this time, neither the US nor Australia ratify the fundamental eight conventions in full.

4. Selection of Contractors through Competitive Bidding

Whenever commercially reasonable, Contractors shall be selected through a process that includes competitive solicitation and considers factors including but not limited to a Contractor's alignment with this Policy, demonstrated skill, experience, dependability, costs/rates, and safety record. Such process shall include the following measures and considerations:

- A. Request for Proposals: Quinbrook shall use commercially reasonable efforts to solicit proposals from Contractors who are potentially eligible under and able to comply with this Policy and its Supplier Code of Conduct, as applicable. Given the time and expense required to solicit and evaluate bids, it is not essential that we invite all or substantially all, potential bidders in any given market.
- B. Solicitation Documents: Requests for proposals and invitations to bid for an award of contracts for Services should include the terms of this Policy whenever practicable.
- C. Proposals Shall Include a Commitment to Follow this Policy: Proposals and bids from Contractors shall include a statement of commitment to adhere to this Policy.
- D. Bidding Process: Quinbrook shall conduct the bidding process in a manner that is consistent with our overriding responsibilities seek to enhance investment value for investors, co-investors and joint venture partners and minimize or control costs, while ensuring the provision of high-quality Services.
- E. Documentation: We shall maintain documentation for successful bidders.

5. Applicability to Quinbrook and Quinbrook's Responsibilities

Quinbrook shall take steps to implement this Policy on or after the effective date of this Policy. Contracts already existing upon the effective date of this Policy shall not be subject to this Policy unless and until they are evaluated for renewal, although voluntary compliance is encouraged.

Quinbrook will engage with subsidiary businesses and portfolio companies located in the US in which Quinbrook managed funds may have a controlling interest, to seek to have these businesses and companies implement a similar policy, recognizing that any such policy must be interpreted in accordance with local laws and regulations and considered on a case-by-case basis to comply with relevant local requirements and practices.

In no event shall this Policy apply to Quinbrook's affiliates incorporated outside of the United States or to the conduct of business generally outside the United States by a US incorporated business or company. Further, this Policy shall not preclude Quinbrook from acting in a way that is consistent with its fiduciary duties or taking actions necessary to satisfy those duties, including in the making of any investment or entering into negotiated arrangements and ventures with Contractors on an exclusive or preferred basis (i.e. on a non-competitive bid basis).

This Policy does not confer any rights, either directly or as a third-party beneficiary, upon any Contractor, including but not limited to any rights to contract with Quinbrook or its subsidiary businesses and portfolio companies, to a renewal of any contract, or to participate in any bidding process.

Effective Date: 11 July, 2022