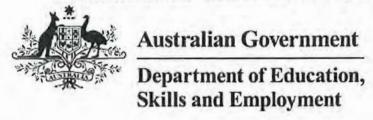
Appendix A

Workforce Australia - Transition to Work Deed 2022-2027 Particulars



# Workforce Australia - Transition to Work Deed 2022–2027

# between

# The Commonwealth of Australia

# and

# Workways Australia Limited (ACN 141 659 734) TtW022

# Workforce Australia - Transition to Work Deed

# 2022-2027

THIS DEED is made on the	24th	day of .	February	2022
BETWEEN			J	

The COMMONWEALTH OF AUSTRALIA (the Commonwealth) as represented by the DEPARTMENT OF EDUCATION, SKILLS AND EMPLOYMENT (ABN 12 862 898 150) (the Department)

AND

Workways Australia Limited (ACN 141 659 734) of 280 Main Street, BAIRNSDALE VIC 3875 (the Provider) (collectively, the Parties)

# RECITALS

- A. The Parties have agreed to enter into the Workforce Australia Transition to Work Deed 2022–2027 for the conduct of Transition to Work Services 2022–2027, referred to hereafter as 'this Deed'.
- B. This Deed consists of:
  - (a) any Conditions of Offer;
  - (b) these Particulars;
  - (c) Part A General Terms and Conditions;
  - (d) Part B Services Requirements;
  - (e) any annexures and attachments to this Deed;
  - (f) the Schedules:
  - (g) any Guidelines; and
  - (h) any documents incorporated by reference.
- C. The Provider has fully informed itself on all aspects of the work required to be conducted and agrees to conduct the Services in accordance with this Deed.
- D. The Commonwealth agrees to engage the Provider to provide the Services upon the terms and conditions of this Deed.

# **OPERATIVE PROVISIONS**

# Interpretation

- 1. This document (Particulars) forms part of this Deed.
- Unless otherwise specified, all capitalised terms in these Particulars have the meaning given to them in ATTACHMENT 1 – Definitions to this Deed.

Identification, authority and liability – where the Provider consists of two or more legal entities

- If the Provider is:
  - (a) a partnership, the partner which executes these Particulars warrants that it is authorised to bind all of the partners in the partnership; or
  - (b) a member of a Group Respondent, the lead member which executes these Particulars warrants that all other members of the Group Respondent are listed in Table 2 below, and further warrants that it is fully authorised by each member of the Group Respondent to act as its agent to negotiate, bind and act on its behalf in relation to this Deed,

and the partners, if the Provider is a partnership, or each member of the Group Respondent, if the Provider is a Group Respondent, agree that the Provider may, for the purposes of this Deed, be referred to by the name in Table 1 below:

# Table 1 - Provider name

Name of legal entity	ABN
able 2 – Provider members, if the Provider is a	Group Respondent [see clause 3(b)]
Name of legal entity	ABN

Note: In relation to:

- clause 3(a), the authorised partner should execute these Particulars; and
- clause 3(b), the lead member of the Group Respondent should execute these Particulars.

**EXECUTED AS A DEED** for and on behalf of: THE COMMONWEALTH OF AUSTRALIA represented by the Department of Education, Skills and Employment (ABN 12 862 898 150) by: s 22(1) s 22(1) In the presence of:

s 22(1)

**EXECUTED** by the Parties as a deed on the date above.

s 22(1)

Please use the execution block that is relevant for your organisation and cross out the other execution blocks.

Signature block for a Corporations Act company where there are either two directors or a director and a secretary

EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with the
requirements of section 127(1) of the
Corporations Act 2001 by:
s 22(1)
s 22(1)

and by

s 22(1)

s 22(1)

# EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Sole Director and Secretary Signature

# EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(2) of the Corporations Act 2001 by: [Seal Affixed] Name of Director Signature Name of Director/Secretary Signature

Signature block for an incorporated associ	ation:
SIGNED, SEALED and DELIVERED for and	
on behalf of Workways Australia Limited	)
(ACN 141 659 734) by:	)
	1
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

# Signature block for an incorporated association where a common seal is used:

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734), the	).
fixing of which was witnessed in	)
accordance with its Constitution by:	) [Seal Affixed]
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

# Signature block for an incorporated association acting as a trustee: SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of Committee member Signature In the presence of: Name of witness Signature of witness and by Name of Committee member Signature In the presence of: Name of witness Signature of witness

# Signature block for a natural person (individual): SIGNED, SEALED and DELIVERED by: Name of signatory Signature In the presence of: Signature of witness

a State Act and incorporated charitable institutions):

SIGNED, SEALED and DELIVERED for and on behalf of Workways
Australia Limited (ACN 141 659 734) by:

Name of authorised officer

who by signing warrants that he/she has authority to bind Workways
Australia Limited (ACN 141 659 734)

In the presence of:

Name of witness (print)

Signature of witness

Signature block for other incorporated entities (including incorporated associations which are incorporated under

# Signature block for a local council: SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of signatory Signature by the authority of the Council In the presence of: Signature of witness

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and there are two directors or a director and a secretary:

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with the requirements of section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	) ) [Seal Affixed]
Name of Director	Signature
and by	The state of the s
Name of Director/Secretary	Signature

The COMMON SEAL of Workways

Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with the requirements of section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:

[Seal Affixed]

Name of Sole Director

Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the

corporation has only one director:

Page 16 of 742

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is not used and there are two directors or a director and a secretary:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	)
Name of Director	Signature
and by	
Name of Director/Secretary	Signature

EXECUTED for and on behalf of

Workways Australia Limited (ACN 141
659 734) in accordance with the
requirements of section 99-5(1) of the

Corporations (Aboriginal and Torres

Strait Islander) Act 2006 by:

Name of Sole Director

Signature

corporation has only one director:

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the

# Signature block for State or Territory government:

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )
The state of the s	1
Name of Delegate	Signature
In the presence of:	AND ASSESSED BY SECOND STREET,
Name of witness	Signature of witness

# EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Sole Director and Secretary Signature

Signature block for a sole director Corporations Act company acting as a trustee:

Signature block for a Corporations Act company where a common seal is used and the company is acting as a trustee:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(2) of the Corporations Act 2001 by:	) ) [Seal Affixed]	
Name of Director	Signature	
and by		
Name of Director/Secretary	Signature	1

# Appendix B

Workforce Australia - Transition to Work Deed 2022-2027

Please refer to the electronic copy of the Workforce Australia - Transition to Work Deed 2022–2027 (attached separately to this letter).

# Workforce Australia - Transition to Work Deed 2022–2027 SCHEDULE 1 – DEED AND BUSINESS DETAILS

Item 1 Account Manager (clauses 13.2 and 77.1(a)(ii) of the Deed, ATTACHMENT 1 – DEFINITIONS to the Deed)

Contact Telephone	s 22(1)			
relephone		Mobile	s 22(1)	
Email				
Physical	Level 10	Postal Address	GPO Box 9880	
Address	414 La Trobe Street	1020000000	MELBOURNE VIC 3001	
	MELBOURNE VIC 3000		WELDOOMAE AIC 2001	

Item 2 Contact Person (clauses 13.2 and 77.1(a)(ii) of the Deed, ATTACHMENT 1 – DEFINITIONS to the Deed)

Telephone Mobile s 22(1)   Email Physical 280 Main Street Postal Address PO Box 331	Contact	s 22(1) ———			_
Email  Physical 280 Main Street Postal Address PO Box 331  Address PAIRNSDALE VIG 3875	Position				
Email  Physical 280 Main Street Postal Address PO Box 331  Address PAIRNSDALE VIC 3875	Telephone		Mobile	s 22(1)	
Address PAIRNICIA E NIC 2075	Email				
			Postal Address		

Item 3 Account details for payment (clause 18.1 of the Deed)

s 47G(1)(a)

# Item 4 Transition to Work Services

Item 4.1 Employment Region (clause 5.1(b), ATTACHMENT 1 - DEFINITIONS)	Item 4.2 Location(s) (comprised of one or more postcodes set out in APPENDIX A to this Schedule) (ATTACHMENT 1 — DEFINITIONS)	Item 4.3 Places allocated as at the Deed Commencement Date (ATTACHMENT 1 - DEFINITIONS)	Item 4.4 Site(s) (clause 5.1(b), ATTACHMENT 1 - DEFINITIONS)	Item 4.5 Site type (Full-Time Site, Part-Time Site, Outreach Site) (clause 79.5, ATTACHMENT 1 - DEFINITIONS)	Item 4.6 Business Days of operation of each Site (clause 79.5, ATTACHMENT 1 - DEFINITIONS)	Item 4.7 Site opening hours on each Business Day (clause 79.5, ATTACHMENT 1 - DEFINITIONS)
Gippsland	Morwell, Moe/Warragul and	391	MOE	Full-time	Monday - Friday	9.00 am - 5.00 pm
Traraigon	Traralgon		MORWELL	Full-time	Monday - Friday	9.00 am - 5.00 pm
			TRARALGON	Full-time	Monday - Friday	9.00 am - 5.00 pm

Note: From the Deed Commencement Date, for each Employment Region, the Department will regularly review the number of Places allocated to the Provider and vary that number as required to reflect changes in labour market demands.

Item 5 Subcontractors approved by the Department

Item 5.1	Item 5.2	Item 5.3
Employment Region (clause 5.1(b), ATTACHMENT 1 - DEFINITIONS)	Subcontractor(s) (if relevant) (clause 50.3, ATTACHMENT 1 - DEFINITIONS)	Terms and conditions relating to use of each Subcontractor (clause 50.3)
Gippsland	Brotherhood of St Lawrence	

and the second of		21-			
Scheo	ule	1 -	An	pendix	vΔ
		-		PCITAL	

Employment Region	Postcode(s)				
Gippsland	3825, 3835, 3840, 3841, 3842, 3844, 3854, 3856, 3857, 3869, 3870, 3873				

# Condition of Offer - Requirements for early Access to the Department's IT Systems

As a Condition of Offer of the Workforce Australia - Transition to Work Deed 2022–2027 ('the Deed'), your organisation must, from the date of execution of the Deed by the Department, Access the Department's IT Systems for the purposes, and in accordance with the terms and conditions, specified in this Appendix D.

Unless otherwise specified, all capitalised terms in this Appendix D have the meaning given to them in ATTACHMENT 1 – DEFINITIONS to the Deed.

Access to the Department's IT Systems will give your organisation access to a range of resources, including:

- Workforce Australia Online for Providers (formerly referred to as ESSWeb), to manage Participants and their Records, and to enable the processing of Payments to your organisation;
- the Provider Portal, a consolidated resource for all information relevant to delivering the Services;
- Department-developed reports for managing Participants; and
- the Learning Centre, containing a range of resources (including guidelines and training resources) for Providers.

Your organisation will require Access to the Department's IT Systems prior to 1 July 2022 to ensure that your Personnel are familiar with the resources on the Department's IT Systems and to undertake all required training as specified in the Guidelines.

# Deed terms and conditions applicable to Access to the Department's IT Systems

From the date of execution of the Deed, your organisation must comply with the following clauses in the Deed in relation to Access to the Department's IT Systems:

- clause 13 Liaison and directions,
- all clauses in Section A3.1 Information Technology (including accreditation under the External Systems Assurance Framework), and
- all clauses in Section A3.3 Control of Information.

The Department's External Systems Assurance Framework and Security Policy for External Employment Services Providers and Users, as referred to in the Deed, are attached.

The key requirements of the above-mentioned clauses are that:

- (a) your organisation's Personnel:
  - a. are familiar with the resources on the Department's IT Systems; and
  - b. have undertaken all required training relevant to providing the Services, as specified in the Guidelines; and
- (b) your organisation is compliant with the ESAF and accredited under the Department's 'Right Fit For Risk' (RFFR)' risk-based approach to cyber security, as relevant to the status of your organisation (see below).

If your organisation has returned its Deed and it has been executed by the Department, the Department will then provide further information on how your organisation can commence Accessing the Department's IT Systems. A brief outline of the key aspects are set out below.

# **ESAF and Provider Accreditation**

As set out in the RFT, the ESAF sets out the Department's accreditation of Providers' External IT Systems, using a Right Fit For Risk (RFFR) approach.

The Department's RFFR is a Provider accreditation approach forming part of the ESAF and is designed to support all Providers in moving towards accreditation of their External IT Systems (including any Third Party Employment and Skills systems).

The RFT further provided that successful Tenderers must maintain compliance with the ESAF guidelines, in conjunction with the relevant clauses in the Deed.

RFFR requirements are set out in the ESAF guidelines included in this letter. Your organisation will need to follow the Deed and ESAF guideline requirements, including relevant milestones, from the date of execution of the Deed.

Please note that the Deed, including the ESAF guideline requirements will apply to all Transition to Work Providers. The ESAF guidelines set out further information in relation to Providers who are currently accredited to RFFR and Providers who are not accredited.

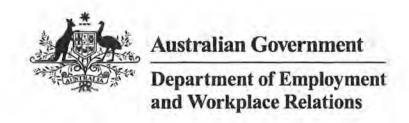
If your organisation is not accredited to RFFR, your Personnel may Access the Department's IT Systems prior to 1 July 2022, provided that the other requirements referred to in this Appendix are met. However, your organisation will need to engage with the Department as early as possible from the date of execution of the Deed, in order to commence the RFFR accreditation process and reduce the risk that your organisation's Access to the Department's IT Systems will be interrupted.

# myGovID Requirement

Your organisation's Personnel who will be accessing Workforce Australia Online for Providers and associated departmental IT systems will need a myGovID to login.

myGovID is the authentication for Workforce Australia Online. myGovID is not myGov. myGovID is the Australian Government's digital identity that allows it to prove who you are when accessing government services.

Further information about myGovID, including the myGovID support line, is available at <a href="https://www.mygovid.gov.au">www.mygovid.gov.au</a>.



# **GENERAL DEED OF VARIATION No. 1**

of the

# Workforce Australia - Transition to Work Deed 2022-2027

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

TTW-22-0006

# Workforce Australia - Transition to Work Deed 2022-2027

General Deed of Variation No. 1

THIS DEED is made on the	2200	dayof	DOCPM	lear	20	22	
THIS DEED IS made on the	Lebel	uay or	According to the	H. H	20		
BETWEEN							

THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')

AND

Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')

(collectively, 'the Parties')

# RECITALS

- A. The Parties have entered into a Workforce Australia Transition to Work Deed 2022-2027 (TTW-22-0006). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. Clause 67.1 of the Deed states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- C. The Parties wish to vary the Deed, and this deed variation is referred to hereafter as 'General Deed of Variation No. 1'.

### THIS DEED WITNESSES AND THE PARTIES AGREE:

- 1. Interpretation
- 1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 1 have the same meaning as in the Deed.
- 2. Commencement and General Effect
- 2.1 Unless otherwise specified herein, General Deed of Variation No. 1 commences on 1 January 2023 ('the Effective Date').
- 2.2 From the Effective Date, the Deed is varied in accordance with clause 3 of this General Deed of Variation No. 1.
- 3. Variation of the Deed
- 3.1 The Parties agree to amend the Deed by:
  - (a) deleting from the Deed the text that is in red and in strikethrough in Appendix A to this General Deed of Variation No. 1; and
  - (b) inserting into the Deed the text that is in red and underlined in Appendix A to this General Deed of Variation No. 1.

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 1: TTW-22-0006

# 4. Applicable law

4.1 This General Deed of Variation No. 1 is governed by, and construed in accordance with, the laws in force in New South Wales.

### 5. Force

5.1 The Parties confirm all the other provisions of the Deed and, subject only to the variations contained in this General Deed of Variation No. 1, the Deed shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 1 were supplemental to the Deed.

# 6. Indemnity

6.1 The Provider agrees to indemnify the Commonwealth against any costs, liabilities or expenses incurred in relation to the preservation or enforcement of any rights under this General Deed of Variation No. 1 including legal costs and expenses on a full indemnity basis.

### 7. Further Acts

7.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 1 and all transactions incidental to it.

# 8. Costs

8.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 1.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED for and on behalf of:** 

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

s 22(1)

s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Signature block for a Corporations Act company where there are either two directors or a director and a secretary

```
EXECUTED for and on behalf of
Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 127(1) of the
Corporations Act 2001 by:
s 22(1)

and by
s 22(1)
```

s 22(1)

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 1: TTW-22-0006

EXECUTED for and on behalf of

Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 127(1) of the
Corporations Act 2001 by:

Name of Director

Signature

Name of Director/Secretary

Signature

Signature block for a Corporations Act company acting as a trustee where there are either two

# EXECUTED for and on behalf of Workways Australia Limited (AGN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Sole Director and Secretary Signature

Signature block for a Corporations Act co	mpany where a common seal is used:	
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the	) )	
requirements of section 127(2) of the Corporations Act 2001 by:	) [Seal Affixed]	
Name of Director	Signature	
and by		
		\
Name of Director/Secretary	Sianature	

Signature block for an incorporated ass	ociation:	
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )	Signature
In the presence of:		
Name of witness		Signature of witness
and by		
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness

### Signature block for an incorporated association where a common seal is used: The COMMON SEAL of Workways ) Australia Limited (ACN 141 659 734), the fixing of which was witnessed in accordance with its Constitution by: [Seal Affixed] Name of Committee member Signature In the presence of: Signature of witness Name of witness and by Name of Committee member Signature In the presence of: Name of witness Signature of witness

Signature block for an incorporate	ted association acting as	a trustee:
SIGNED, SEALED and DE and on behalf of Workv Limited (ACN 141 659 7 Name of Committee me	vays Australia ) 34) by: )	Signature
In the presence of:		
Name of witness		Signature of witness
and by		
Name of Committee me	mber	Signature
In the presence of:		
Name of witness		Signature of witness

# Signature block for a natural person (individual): SIGNED, SEALED and DELIVERED by: Name of signatory Signature In the presence of: Signature of witness

incorporated under a State Act and incorpor	rated charitable institutions):
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)
Name of authorised officer	Signature
who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)	
In the presence of:	
Name of witness (print)	Signature of witness

Signature block for other incorporated entities (including incorporated associations which are

Signature block for a local council:			
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
Name of signatory		Signature	
by the authority of the Council			
In the presence of:			
Name of witness		Sianature of witness	

The COMMON SEAL of Workways ) Australia Limited (ACN 141 659 734) the fixing of which was witnessed in ) accordance with the requirements of ) section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by: [Seal Affixed] Name of Director Signature. and by Name of Director/Secretary Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal

is used and there are two directors or a director and a secretary:

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the corporation has only one director:

Name of Sole Director		Signature	
(Aboriginal and Torres Strait Islander) Act 2006 by:		[Seal Affixed]	
section 99-5(2) of the Corporations	)		
the fixing of which was witnessed in accordance with the requirements of	)		
Australia Limited (ACN 141 659 734)			
The COMMON SEAL of Workways	)		

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is not used and there are two directors or a director and a secretary:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	) )
Name of Director	Signature
and by	
Name of Director/Secretary	Sianature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the corporation has only one director:

EXECUTED for and on behalf of

Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 99-5(1) of
the Corporations (Aboriginal and
Torres Strait Islander) Act 2006 by:

Name of Sole Director

Signature

### Signature block for State or Territory government: SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:

Name of Delegate

In the presence of:

## EXECUTED for and on behalf of Workways Australia Limited (AGN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Sole Director and Secretary Signature

Signature block for a sole director Corporations Act company acting as a trustee:

Signature block for a Corporations Act company where a common seal is used and the

company is acting as a trustee:

### Appendix A

Marked-up copy of the Workforce Australia – Transition to Work Deed 2022 – 2027

Refer to the copy of the marked-up Workforce Australia – Transition to Work Deed 2022 – 2027 attached separately to this General Deed of Variation No. 1.



### **GENERAL DEED OF VARIATION No. 2**

of the

### Workforce Australia - Transition to Work Deed 2022-2027

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

TTW-22-0006

### Workforce Australia - Transition to Work Deed 2022-2027

### General Deed of Variation No. 2

THIS DEED is made on the 30TH day of JUNE 20.23
BETWEEN
THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')
AND
Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')
(collectively, 'the Parties')

### **RECITALS**

- A. The Parties have entered into a Workforce Australia Transition to Work Deed 2022-2027 (TTW-22-0006). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. Clause 67.1 of the Deed states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- C. The Parties wish to vary the Deed, and this deed variation is referred to hereafter as 'General Deed of Variation No. 2'.

### THIS DEED WITNESSES AND THE PARTIES AGREE:

### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 2 have the same meaning as in the Deed.

### 2. Commencement and General Effect

- 2.1 Unless otherwise specified herein, General Deed of Variation No. 2 commences on 1 July 2023 ('the Effective Date').
- 2.2 From the Effective Date, the Deed is varied in accordance with Attachment 1.

### 3. Applicable law

3.1 This General Deed of Variation No. 2 is governed by, and construed in accordance with, the laws in force in New South Wales.

### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and, subject only to the variations contained in this General Deed of Variation No. 2, the Deed shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 2 were supplemental to the Deed.

### 5. Indemnity

5.1 The Provider agrees to indemnify the Commonwealth against any costs, liabilities or expenses incurred in relation to the preservation or enforcement of any rights under this General Deed of Variation No. 2 including legal costs and expenses on a full indemnity basis.

### 6. Further Acts

6.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 2 and all transactions incidental to it.

### 7. Costs

7.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 2.

### 8. Partnerships and Group Respondents

### 8.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 2 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 2; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 2 warrants that it is fully authorised by each member of the Group Respondent to act as its agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 2.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED** for and on behalf of:

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

s 22(1) s 22(1)

s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Signature block for a Corporations Act company where there are either two directors or a director and a secretary

```
EXECUTED for and on behalf of
Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 127(1) of the
Corporations Act 2001 by:

$ 22(1)
```

and by s 22(1)

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 2: TTW-22-0006

Signature block for a Corporations Act of directors or a director and a secretary:	company acting as a trustee where	e there are either two
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the <i>Corporations Act 2001</i> by:	) )	
Name of Director	Signature	
and by		
Name of Director/Secretary	Signature	

gnature block for a sole director Corpo	orations Act company:
(ECUTED for and on behalf of forkways Australia Limited (ACN	)
11 659 734) in accordance with the equirements of section 127(1) of the prporations Act 2001 by:	)
ame of Sole Director and Secretary	Signature

Signature block for a Corporations Act	company where a common seal is used:
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(2) of the <i>Corporations Act 2001</i> by:	) ) [Seal Affixed]
Name of Director	Signature
and by	
Name of Director/Secretary	Signature
\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	

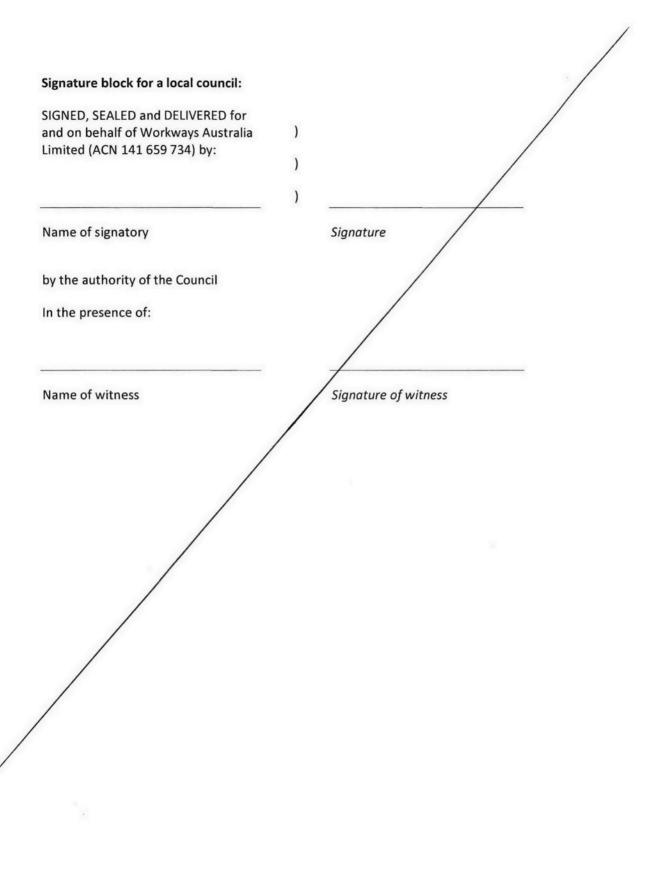
ociation:	
)	
) Signature	
Signature of witness	
Signature	
Signature of witness	
	Signature of witness  Signature

ature block for an incorporated association	where a common seal is used:
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734), the fixing of which was witnessed in accordance with its Constitution by:	)   [Seal Affixed]
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

		/	
GNED, SEALED and DELIVERED by:	)		
	)		
me of signatory	)	Signature	
the presence of:			
		/	
ime of witness		Signature of witness	

Signature block for other incorporated entit	ties (including incorporated associations which are
incorporated under a State Act and incorpo	rated charitable institutions):
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	
(New 141 055 754) By.	)
Name of authorised officer	Signature
who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)	
In the presence of:	
Name of witness (print)	Signature of witness



Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and there are two directors or a director and a secretary: The COMMON SEAL of Workways ) Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with the requirements of section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by: [Seal Affixed] Name of Director Signature and by Name of Director/Secretary Signature

e COMMON SEAL of Workways stralia Limited (ACN 141 659 734)	)
e fixing of which was witnessed in	)
cordance with the requirements of ction 99-5(2) of the Corporations	)
boriginal and Torres Strait Islander)	
t 2006 by:	[Seal Affixed]
ime of Sole Director	Signature

Signature block for an Aboriginal and T is not used and there are two directors	orres Strait Islander Corporation where a common se or a director and a secretary:
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	)
Name of Director	Signature
and by	
Name of Director/Secretary	Signature

used and the corporation has only or	le director:
ECUTED for and on behalf of orkways Australia Limited (ACN	)
1 659 734) in accordance with the	)
quirements of section 99-5(1) of	
e Corporations (Aboriginal and	)
rres Strait Islander) Act 2006 by:	
ame of Sole Director	Signatyre
/	

SIGNED, SEALED and DELIVERED for	)		
and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
(	)		
Name of Delegate		Signature /	
n the presence of:			
if the presence of.			
	/	/	
Name of witness		Signature of witness	
	*		

orations Act company acting as a trustee:
)
Signature

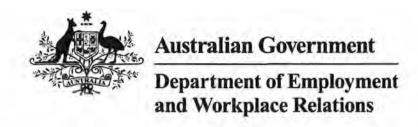
Signature block for a Corporations Act of company is acting as a trustee:	compan	y where a common seal is used and t	he/
EXECUTED for and on behalf of	)		
Workways Australia Limited (ACN 141 659 734) in accordance with the	)		
requirements of section 127(2) of the <i>Corporations Act 2001</i> by:	)	[Seal Affixed]	
Name of Director		Signature	
and by			
Name of Director/Secretary		Signature	

### **VARIATIONS TO**

### Workforce Australia - Transition to Work Deed 2022-2027

- 1. Variations in this Attachment 1 include variations set out at Appendices A to D to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted;
  - (c) new definitions are inserted into Attachment 1 of the Deed in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



## **GENERAL DEED OF VARIATION No. 3**

of the

# Workforce Australia - Transition to Work Deed 2022-2027

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

TTW-22-0006

### Workforce Australia - Transition to Work Deed 2022-2027

#### General Deed of Variation No. 3

à

THIS DEED is made on the 215+ day of December 2023
BETWEEN
THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')
AND
Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')
(collectively, 'the Parties')

#### RECITALS

- The Parties have entered into a Workforce Australia Transition to Work Deed 2022-2027 (TTW-22-A. 0006). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. Clause 67.1 of the Deed states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- C. The Parties wish to vary the Deed, and this deed variation is referred to hereafter as 'General Deed of Variation No. 3'.

#### THIS DEED WITNESSES AND THE PARTIES AGREE:

#### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 3 have the same meaning as in the Deed.

#### 2. **Commencement and General Effect**

- Unless otherwise specified herein, General Deed of Variation No. 3 commences on 1 January 2024 2.1 ('the Effective Date').
- 2.2 From the Effective Date, the Deed is varied in accordance with Attachment 1.

#### 3. Applicable law

3.1 This General Deed of Variation No. 3 is governed by, and construed in accordance with, the laws in force in New South Wales.

#### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and, subject only to the variations contained in this General Deed of Variation No. 3, the Deed shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 3 were supplemental to the Deed.

#### Further Acts

5.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 3 and all transactions incidental to it.

#### 6. Costs

6.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 3.

#### 7. Partnerships and Group Respondents

#### 7.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 3 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 3; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 3 warrants that it is fully authorised by each member of the Group Respondent to act as its agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 3.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED for and on behalf of:** 

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

s 22(1)

In the presence of: s 22(1) Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Execution block for a Corporations Act company where either two directors or a director and a company secretary are signing

s 22(1)

```
EXECUTED for and on behalf of
  Workways Australia Limited (ACN 141
  659 734) in accordance with section
  127(1) of the Corporations Act 2001 (Cth)
  by:
                                                  s 22(1)
  s 22(1)
  and by
s 22(1)
```

Execution block for a Corporations Act co director and a company secretary are sign	ompany acting as a trustee where either two directors or ning
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the <i>Corporations Act 2001</i> (Cth) by:	
Name of director who states that they are a director of Workways Australia Limited (ACN 141 659 734)	Sign ture
and by	
Name of director/company secretary  [strike through which wer does not apply]	Constura

[strike through which wer does not apply who states that they are a director/company secretary [strike through which ever does not apply] of Workway Australia Limited (ACN 141 659 73

Signature

Execution block for a proprietary Corporations Act company that has a sole director who is used the sole company secretary

EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:

Name of sole director and company secretary who states that they are the sole director and company secretary of Workways Australia Limited (ACN 141 659 734)

Singture

Execution block for a proprietary Corporations Act company that has a sole director and no company secretary

EXECUTED for and on behalf of

Workways Australia Limited (ACN 141
659 734) in accordance with section
127(2) of the Corporations Act 2001 (Cth)
by:

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734) Signat e

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the <i>Corporations Act 2001</i> (Cth) by:	) ) [Se	eal Affixed]	
Name of director	Sig	nature	
and by			
Name of director/company secretary	Sin	nature	
	Sig		
	July		
	Jag		
[strike through whichever does not apply]	Jag		
	Jag		

-
'
Signature
signature of witness
Signature
Signature of witness

iation affixing a common seal
[Seal Affixed]
Signature
Signature of witness
Signature
Signature of witness

기존 어린 이 경우를 받는다고 하는 아무리 보고 있다고 있는데 그 것이다.	
SIGNED, SEALED and DELIVERED for and	
on behalf of Workways Australia Limited (ACN 141 659 734) by:	1
	1
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee monber	Signature
n the presence of.	
	-

xecution block for a natural person (i.e.	individual)
GNED, SEALED and DELIVERED by:	
ame of signatory	Signature
the presence of:	
ame of witness	Ignature of witness

Execution block for other incorporated entition or Territory legislation and incorporated char	es (including associations incorporated under a state itable institutions)
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	
Name of authorised officer who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)	smature
In the presence of:	
Name of witness (print)	Signature of witness

# Execution block for a local council SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Signature Name of signatory by the authority of the Council In the presence of: ignature of witness Name of witness

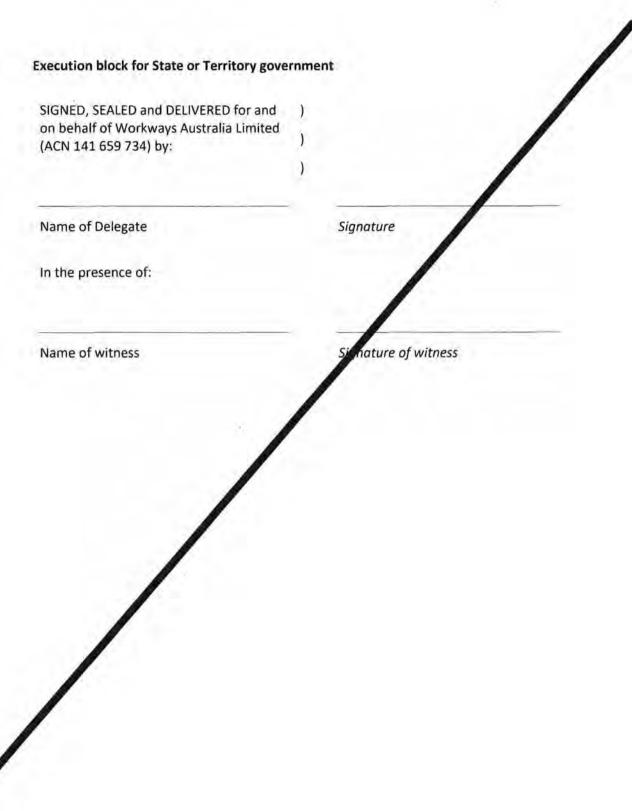
Execution block for an Aboriginal and Torres Strait Islander corporation where either two di or a director and a corporation secretary are signing EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: Name of director Signature and by Name of director/corporation secretary Signature [strike through whichever does not apply]

execution block for all Aboriginal and To	orres Strait Islander corporation that has a sole dire
XECUTED for and on behalf of	
Vorkways Australia Limited (ACN 141	
59 734) in accordance with section 99- (1) of the <i>Corporations (Aboriginal and</i>	
Forres Strait Islander) Act 2006 (Cth) by:	,
Name of sole director	Signature

Execution block for an Aboriginal and Torres Strait Islander corporation affixing common seein the presence of two directors or a director and a corporation secretary:

The COMMON SEAL of Workways	)
Australia Limited (ACN 141 659 734) the fixing of which was witnessed in	
accordance with section 99-5(2) of the	
Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	[Seal Affixed]
Name of director	Signature
and by	
Name of director/corporation secretary	Signature
[strike through whichever does not app]	

Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common, the presence of its sole director The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: [Seal Affixed] Name of sole director Signature



Execution block for a proprietary Corporations Act company that has a sole director, and is cting as a trustee

EXECUTED for and on behalf of )
Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by:

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734)

Signature

## Execution block for a Corporations Act company affixing a common seal and acting as a true ee

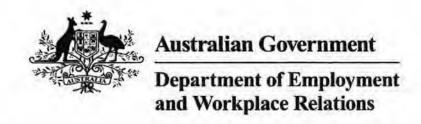
EXECUTED for and on behalf of Workways Australia Limited (ACN 141	)
659 734) in accordance with section	1
127(2) of the <i>Corporations Act 2001</i> (Cth) by:	) [Seal Affixed]
Name of director	Signature
and by	
Name of director/secretary	Signature
Istrike through whichever does not annua	

#### **VARIATIONS TO**

## Workforce Australia - Transition to Work Deed 2022-2027

- 1. Variations in this Attachment 1 include variations set out at Appendices A to C to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted;
  - (c) new definitions are inserted into Attachment 1 of the Deed in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



## **GENERAL DEED OF VARIATION No. 4**

of the

# Workforce Australia - Transition to Work Deed 2022-2027

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

TTW-22-0006

#### Workforce Australia - Transition to Work Deed 2022-2027

#### General Deed of Variation No. 4

THIS DEED is made on the 24th day of 2024
BETWEEN
THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')
AND
Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')
(collectively, 'the Parties')

#### RECITALS

- A. The Parties have entered into a Workforce Australia Transition to Work Deed 2022-2027 (TTW-22-0006). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. Clause 67.1 of the Deed states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- C. The Parties wish to vary the Deed, and this deed variation is referred to hereafter as 'General Deed of Variation No. 4'.

#### THIS DEED WITNESSES AND THE PARTIES AGREE:

0 . 1

## 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 4 have the same meaning as in the Deed.

#### 2. Commencement and General Effect

- 2.1 Unless otherwise specified herein, General Deed of Variation No. 4 commences on 1 July 2024 ('the Effective Date').
- 2.2 From the Effective Date, the Deed is varied in accordance with Attachment 1.

#### 3. Applicable law

3.1 This General Deed of Variation No. 4 is governed by, and construed in accordance with, the laws in force in New South Wales.

#### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and, subject only to the variations contained in this General Deed of Variation No. 4, the Deed shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 4 were supplemental to the Deed.

#### 5. Further Acts

5.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 4 and all transactions incidental to it.

#### 6. Costs

6.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 4.

#### 7. Partnerships and Group Respondents

#### 7.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 4 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 4; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 4 warrants that it is fully authorised by each member of the Group Respondent to act as its agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 4.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED** for and on behalf of:

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

	s 22(1)	
s 22(1)		
	s 22(1)	
In the presence of:	(-)	
s 22(1)		

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Execution block for a Corporations Act company where either two directors or a director and a company secretary are signing

```
EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:
s 22(1)
s 22(1)
```

and by

s 22(1) s 22(1)

Execution block for a Corporations Act cor director and a company secretary are sign	mpany acting as a trustee where either two directors or ing
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the <i>Corporations Act 2001</i> (Cth) by:	)
Name of director who states that they are a director of Workways Australia Limited (ACN 141 659 734)	Signature
and by	
Name of director/company secretary [strike through whichever does not apply] who states that they are a director/company secretary [strike through whichever does not apply] of Workways Australia Limited (ACN 141 659 734)	Signature

Execution block for a proprietary Corporations Act company that has a sole director who is also the sole company secretary EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: Name of sole director and company secretary who states that they are the Signature sole director and company secretary of Workways Australia Limited (ACN 141 659 734)

Execution block for a proprietary Corporations Act company that has a sole director and no company secretary EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: Name of sole director who states that Signature they are the sole director of Workways Australia Limited (ACN 141 659 734)

Execution block for a Corporations Act co	mpany	affixing a common seal
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the <i>Corporations Act 2001</i> (Cth) by:	) )	[Seal Affixed]
Name of director		Signature
and by		
Name of director/company secretary [strike through whichever does not apply]		Signature

Execution block for an incorporated associ	ciation
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

Execution block for an incorporated asso	ciation	affixing a common seal
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with its Constitution by:	) )	[Seal Affixed]
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness
and by		
Name of Committee member In the presence of:		Signature
Name of witness		Signature of witness

IGNED, SEALED and DELIVERED for and		
on behalf of Workways Australia Limited	)	
ACN 141 659 734) by:	)	
	)	
		/
Name of Committee member		Signature
n the presence of:		
lame of witness		Signature of witness
nd by	/	
ind by		
Name of Committee member		Signature
James or committee member		Jighatare
n the presence of:		
Name of witness		Signature of witness
,		

GNED, SEALED and DELIVERED by:	)
SINES, SEALES and SELIVENES SY.	
ame of signatory	Signature Signature
the presence of:	
me of witness	Signature of witness

Execution block for other incorporated entities (including associations incorporated under State or Territory legislation and incorporated charitable institutions) SIGNED, SEALED and DELIVERED for and on ) behalf of Workways Australia Limited (ACN 141 659 734) by: Name of authorised officer Signature who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734) In the presence of: Name of witness (print) Signature of witness

on behalf of Workways Australia Limited (ACN 141 659 734) by: )  Name of signatory  Signature  by the authority of the Council In the presence of:	Execution block for a local council	
on behalf of Workways Australia Limited (ACN 141 659 734) by: )  Name of signatory  Signature  by the authority of the Council In the presence of:	SIGNED, SEALED and DELIVERED for and	
Name of signatory  by the authority of the Council In the presence of:	on behalf of Workways Australia Limited	1
by the authority of the Council In the presence of:	(ACN 141 659 734) by:	1
by the authority of the Council In the presence of:		
by the authority of the Council In the presence of:		'
by the authority of the Council In the presence of:	Name of signatory	Signature
In the presence of:	, and a signatury	
In the presence of:	by the authority of the Council	
Name of witness  Signature of witness	In the presence of:	
Name of witness  Signature of witness		
Name of witness  Signature of witness		
	Name of witness	Signature of witness
		Signaturojo, immess
	100	
	/	

EXECUTED for and on behalf of	)
Norkways Australia Limited (ACN 141 559 734) in accordance with section 99-	
5(1) of the <i>Corporations (Aboriginal and</i>	
Forres Strait Islander) Act 2006 (Cth) by:	
Name of director	Signature
and by	
Name of director/corporation secretary strike through whichever does not apply]	Signature

Execution block for an Aboriginal and Tor	res Strait Islander corporation that has a sole director
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99- 5(1) of the <i>Corporations (Aboriginal and Torres Strait Islander) Act 2006</i> (Cth) by:	)
Name of sole director	Signature

Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of two directors or a director and a corporation secretary: The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: [Seal Affixed] Name of director Signature and by Name of director/corporation secretary Signature [strike through whichever does not apply]

Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of its sole director The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the ) fixing of which was witnessed in accordance with section 99-5(2) of the ) Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: [Seal Affixed] Name of sole director Signature

GNED, SEALED and DELIVERED for and	)	/
behalf of Workways Australia Limited	,	
CN 141 659 734) by:	)	
	)	
		_
ame of Delegate	Signature	
the presence of		
the presence of:		
ame of witness	Signature of Witness	_
ante of Withess	Signature of thiness	

Execution block for a proprietary Corpora as a trustee	ations Act company that has a sole director, and is acting
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the <i>Corporations Act 2001</i> (Cth) by:	)
Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734)	Signature

Execution block for a Corporations Act com	mpany affixing a common seal and acting as a trustee
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the <i>Corporations Act 2001</i> (Cth) by:	) ) [Seal Affixed]
Name of director	Signature
and by	
Name of director/company secretary	Signgture
[strike through whichever does not apply]	

	ach partner is a natural person (e.g. is not a corporate are signing [strike through any unused execution block thership]
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	}
Name of partner	Signature
In the presence of:	
Name of witness (print)	Signature of witness
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	
Name of partner	Signature
In the presence of:	
Wame of witness (print)	Signature of witness

SIGNED, SEALED and DELIVERED for and on ) behalf of Workways Australia Limited (ACN 141 659 734) by:	
Name of partner	Signature
In the presence of:	
Name of witness (print)	Signature of witness
SIGNED, SEALED and DELIVERED for and on ) behalf of Workways Australia Limited (ACN 141 659 734) by:	
Name of partner	Signature
In the presence of:	
Name of witness (print)	Signature of witness

### **VARIATIONS TO**

### Workforce Australia - Transition to Work Deed 2022-2027

- 1. Variations in this Attachment 1 include variations set out at Appendices A to D to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted;
  - (c) new definitions are inserted into Attachment 1 of the Deed in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



## **GENERAL DEED OF VARIATION No. 5**

of the

## Workforce Australia - Transition to Work Deed 2022-2027

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

TTW-22-0006

# Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 5

THIS DEED is made on the 249 day of December 20 24	THIS DEED is made on the	12th	day of De	cember	20.	24
--	--------------------------	------	-----------	--------	-----	----

**BETWEEN** 

THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')

AND

Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')

(collectively, 'the Parties')

### RECITALS

- A. The Parties have entered into a Workforce Australia Transition to Work Deed 2022-2027 (TTW-22-0006). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'
- B. Clause 67.1 of the Deed states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- C. The Parties wish to vary the Deed, and this deed variation is referred to hereafter as 'General Deed of Variation No. 5'.

### THIS DEED WITNESSES AND THE PARTIES AGREE:

### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 5 have the same meaning as in the Deed.

### 2. Commencement and General Effect

- 2.1 Unless otherwise specified herein, General Deed of Variation No. 5 commences on 1 January 2025 ('the Effective Date').
- 2.2 From the Effective Date, the Deed is varied in accordance with Attachment 1.

### 3. Applicable law

3.1 This General Deed of Variation No. 5 is governed by, and construed in accordance with, the laws in force in New South Wales.

### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and, subject only to the variations contained in this General Deed of Variation No. 5, the Deed shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 5 were supplemental to the Deed.

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 5: TTW-22-0006 2

### 5. Further Acts

5.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 5 and all transactions incidental to it.

### 6. Costs

6.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 5.

### 7. Partnerships and Group Respondents

### 7.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 5 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 5; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 5 warrants that it is fully authorised by each member of the Group Respondent to act as their agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 5.

<b>EXECUTED</b> by the Parties as a de	ed on the date above.
EXECUTED AS A DEED for and or	behalf of:
THE COMMONWEALTH OF AUS Workplace Relations (ABN 96 58	TRALIA represented by the Department of Employment and 84 957 427) by:
s 22(1)	s 22(1)
s 22(1)	
In the presence of:	
s 22(1)	s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Execution block for a Corporations Act company where either two directors or a director and a company secretary are signing

```
EXECUTED for and on behalf of Workways )
Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: )
s 22(1)

and by
s 22(1)
```

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 5: TTW-22-0006

Execution block for a Corporations Act com director and a company secretary are signir	npany acting as a trustee where either two directors or ng
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the <i>Corporations Act 2001</i> (Cth) by:	) )
Name of director who states that they are a director of Workways Australia Limited (ACN 141 659 734)	Signature
and by	
Name of director/company secretary [strike through whichever does not apply] who states that they are a director/company secretary [strike through whichever does not apply] of	Signature

Workways Australia Limited (ACN 141

659 734)

# Execution block for a proprietary Corporations Act company that has a sole director who is also the sole company secretary

EXECUTED for and on behalf of Workways	
Australia Limited (ACN 141 659 734) in	,
accordance with section 127(1) of the	
Corporations Act 2001 (Cth) by:	)

and company Signature
hat they are the

Name of sole director and company secretary who states that they are the sole director and company secretary of Workways Australia Limited (ACN 141 659 734)

# Execution block for a proprietary Corporations Act company that has a sole director and no company secretary EXECUTED for and on behalf of Workways ) Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: ) Name of sole director who states that they are the sole director of Workways

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 5: TTW-22-0006

Australia Limited (ACN 141 659 734)

# EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the Corporations Act 2001 (Cth) by: Name of director Name of director/company secretary [strike through whichever does not apply] [Seal Affixing a common seal Signature a common seal Signature Signature Signature

Execution block for an incorporated associa	ation	
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )	
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness
and by		
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness

# Execution block for an incorporated association affixing a common seal The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with its Constitution by: [Seal Affixed] Name of Committee member Signature In the presence of: Name of witness Signature of witness and by Name of Committee member Signature In the presence of: Name of witness Signature of witness

# Execution block for an incorporated association acting as a trustee SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited ) (ACN 141 659 734) by: ) Name of Committee member Signature In the presence of: Name of witness Signature of witness and by Name of Committee member Signature In the presence of: Name of witness Signature of witness

Execution block for a natural person (i.e.	an indiv	vidual)	
SIGNED, SEALED and DELIVERED by:	)		
	)		
	)		
Name of signatory	_	Signature	
In the presence of:			
Name of witness	_	Signature of witness	

under State or Territory legislation and incorporated charitable institutions)				
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )			
Name of authorised officer		Signature		
who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)				
In the presence of:				
Name of witness (print)		Signature of witness		

Execution block for other incorporated entities (including associations which are incorporated

Execution block for a local council			
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
Name of signatory		Signature	
by the authority of the Council			
In the presence of:			
Name of witness		Signature of witness	

# Execution block for an Aboriginal and Torres Strait Islander corporation where either two directors or a director and a corporation secretary are signing

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	)	
Name of director		Signature
and by		
Name of director/corporation secretary [strike through whichever does not apply]		Signature

# EXECUTED for and on behalf of Workways ) Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the ) Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: )

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 5: TTW-22-0006

# Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of two directors or a director and a corporation secretary

Name of director/corporation secretary [strike through whichever does not apply]		Signature of witness	
and by			
Name of director		Signature	
Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	)	[Seal Affixed]	
fixing of which was witnessed in accordance with section 99-5(2) of the	)		
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the	)		

# Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of its sole director

Name of sole director		Signature
Islander) Act 2006 (Cth) by:	)	[Seal Affixed]
Corporations (Aboriginal and Torres Strait	,	[Carl Affice d]
fixing of which was witnessed in accordance with section 99-5(2) of the	)	
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the	)	

# SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of Delegate Signature In the presence of: Signature of witness Signature of witness

## Execution block for a proprietary Corporations Act company that has a sole director, and is acting as a trustee

EXECUTED for and on behalf of Workways )
Australia Limited (ACN 141 659 734) in
accordance with section 127(1) of the
Corporations Act 2001 (Cth) by:

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734) Signature

Workforce Australia - Transition to Work Deed 2022-2027 General Deed of Variation No. 5: TTW-22-0006

# EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the Corporations Act 2001 (Cth) by: Name of director Name of director/company/secretary [strike through whichever does not apply] [Seal Affixing a common seal and acting as a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal and acting a trustee [Seal Affixing a common seal acting a co

-	Signature Signature of witness
-	
	Signature of witness
	Signature of witness
)	
)	
	Signature
	Signature of witness
	027

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
Name of partner		Signoture	-
In the presence of:			
Name of witness (print)		Signature of witness	
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
Name of partner		Signature	-
In the presence of:			
Name of witness (print)		Signature of witness	_

### **VARIATIONS TO**

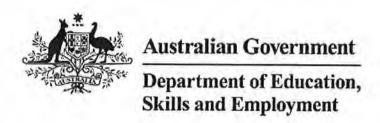
#### Workforce Australia - Transition to Work Deed 2022-2027

- 1. Variations in this Attachment 1 include variations set out at Appendices A to D to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted; Deed Administrator
  - (c) new definitions are inserted into Attachment 1 of the Deed in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.

Appendix A

Workforce Australia Services Deed of Standing Offer 2022-2028 Particulars



# Workforce Australia Services Deed of Standing Offer 2022–2028

## between

The Commonwealth of Australia

## and

Workways Australia Limited (ACN 141 659 734) ES-22-0007

## WORKFORCE AUSTRALIA SERVICES DEED OF STANDING OFFER 2022-2028

THE COMMONWEALTH OF AUSTRALIA (the Commonwealth) as represented by the DEPARTMENT OF EDUCATION, SKILLS AND EMPLOYMENT (ABN 12 862 898 150) (the Department)

AND

Workways Australia Limited (ACN 141 659 734) of 280 Main Street, Bairnsdale VIC, 3875 (collectively, 'the Parties')

### RECITALS

- A. The Parties have agreed to enter into the Workforce Australia Services Deed of Standing Offer 2022-2028 referred to hereafter as 'this Deed'.
- B. The Deed consists of:
  - (a) any Conditions of Offer;
  - (b) these Particulars;
    - (c) Part A General Terms and Conditions;
    - (d) Part B Workforce Australia Services;
    - (e) any annexures and attachments to the Deed;
    - (f) the Schedule;
    - (g) any Guidelines; and
    - (h) any documents incorporated by reference.
- C. The Provider has fully informed itself on all aspects of the work required to be conducted and agrees to conduct the Services in accordance with the Deed.
- D. The Commonwealth agrees to engage the Provider to provide the Services upon the terms and conditions of the Deed.

### **OPERATIVE PROVISIONS**

#### Interpretation

- This document (Particulars) forms part of the Deed.
- Unless otherwise specified, all capitalised terms in these Particulars have the meaning given to them in ATTACHMENT 1 – DEFINITIONS to the Deed.

Identification, authority and liability – where the Provider consists of two or more legal entities

#### If the Provider is:

- (a) a partnership, the partner which executes these Particulars warrants that it is authorised to bind all of the partners in the partnership; or
- (b) a member of a Group Respondent, the Lead Member which executes these Particulars warrants that all other members of the Group Respondent are listed in Table 2 below, and further warrants that it is fully authorised by each member of the Group Respondent to act as its agent to negotiate, bind and act on its behalf in relation to the Deed,

and the partners, if the Provider is a partnership, or each member of the Group Respondent, if the Provider is a Group Respondent, agree that the Provider may, for the purposes of the Deed, be referred to by the name in Table 1 below:

#### Table 1 - Provider Name

Name of legal entity ABN

### Table 2 - The Provider members, if the Provider is a Group Respondent [see clause 3(b)]

Name of legal entity ABN

### Note: In relation to:

- clause 3(a), the authorised partner should execute these Particulars; and
- clause 3(b), the lead member of the Group Respondent should execute these Particulars.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED for and on behalf of:** 

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Education, Skills and Employment (ABN 12 862 898 150) by:

s 22(1)

In the presence of:

s 22(1)

Please use the execution block that is relevant for your Organisation and cross out the other execution blocks.

Signature block for a Corporations Act company where there are either two directors or a director and a secretary

EXECUTED for and on behalf of Workways Australia Limited (ACN 141	1	
659 734) in accordance with the requirements of section 127(1) of the	)	
Corporations Act 2001 by:	)	
s 22(1)		s 22(1)
and by		s 22(1)

s 22(1)

Signature block for a Corporations Act company acting as a trustee where there are either two directors or a director and a secretary:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Director who states that they Signature are a director of Workways Australia Limited (ACN 141 659 734) and by Name of Director/Secretary [delete position as appropriate] who states that Signature they are a company secretary/director [delete position as appropriate] of Workways Australia Limited (ACN 141

659 734)

Signature block for a sole director Corporations Act company who is also the sole company secretary for a proprietary Corporations Act company:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by:

Name of sole Director and Secretary who states that they are the sole director and sole company secretary of Workways Australia Limited (ACN 141 659 734) Signature

Signature block for a sole director for a proprietary Corporations Act company that does not have a company secretary:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by:

Name of sole Director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734) Signature

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(2) of the Corporations Act 2001 by:	ompany where a common seal is used: ) ) ) [Seal Affixed]
Name of Director	Signature
and by	
Name of Director/Secretary	Signature

Signature block for an incorporated associ	ation:
SIGNED, SEALED and DELIVERED for and	)
on behalf of Workways Australia Limited (ACN 141 659 734) by:	
(ACN 141 859 754) by.	1
	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

The COMMON SEAL of Workways	
Australia Limited (ACN 141 659 734) the	1
fixing of which was witnessed in	)
accordance with its Constitution by:	) [Seal Affixed]
accordance with its constitution by.	) [Seal Allixed]
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

SIGNED, SEALED and DELIVERED for and	
on behalf of Workways Australia Limited	)
(ACN 141 659 734) by:	A.
	T
	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

ual):
)
).
Signature
Signatur∉ of witness

SIGNED, SEALED and DELIVERED for and on )
behalf of Workways Australia Limited (ACN )
141 659 734) by:

Name of authorised officer

who by signing warrants that he/she has authority to bind Workways Australia
Limited (ACN 141 659 734)

Signature block for other incorporated entities (including incorporated associations which are

In the presence of:

Name of witness (print)

Signature of witness

SIGNED SEALED and DELIVERED for and	
on behalf of Workways Australia Limited ) (ACN 141 659 734) by:	
Name of signatory	Signature
by the authority of the Council	
n the presence of:	
Name of witness	Signature of witness

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and there are two directors or a director and a secretary:

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with the requirements of section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	) ) [Seal Affixed]
Name of Director	Signature
and by	
Name of Director/Secretary	Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the corporation has only one director:

The COMMON SEAL of Workways
Australia Limited (ACN 141 659 734) the
fixing of which was witnessed in
accordance with the requirements of
section 99-5(2) of the Corporations
(Aboriginal and Torres Strait Islander) Act
2006 by:

[Seal Affixed]

Name of Sole Director

Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is not used and there are two directors or a director and a secretary:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	) )
Name of Director	Signature
and by	
Name of Director/Secretary	Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the corporation has only one director:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:

Name of Sole Director

Signature

Signature block for State or Territory governme	ent:
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )
Name of Delegate	Signature
In the presence of:	
Name of witness	Signature of witness

Signature block for a sole director Corporations Act company acting as a trustee:

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by:

Name of Sole Director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734)

Signature

Signature block for a Corporations Act company where a common seal is used and the company is acting as a trustee:

EXECUTED for and on behalf of Workways Australia Dimited (ACN 141 659 734) in accordance with the requirements of section 127(2) of the Corporations Act 2001 by:	) ) [Seal Affixed]
Name of Director	Signature
and by	
Name of Director/Secretary	Signature

Please refer to the electronic copy of the Workforce Australia Services Deed of Standing Offer 2022-2028 (attached separately to this letter).

## Workforce Australia Services Deed of Standing Offer 2022–2028

### **SCHEDULE - DEED AND PANEL MEMBER DETAILS**

Item 1	Account Manager (clauses 22.2 and 86.1	of the Deed, ATTACHMENT 1 – DEFINIT	TIONS to the Deed)
Contact	s 22(1)		22(4)
(slughone)		Mobile	s 22(1)
email Physical	Level 10 414 La Trobe Street MELBOURNE VIC 3000	Postal Address	GPO Box 9880 MELBOURNE VIC 3001

Workforce Australia Services Deed of Standing Offer 2022–2028 Workways Australia Limited (ACN 141 659 734) ES-22-0007

Item 2 Contact Person (clauses 22.2 and 86.1 of the Deed, ATTACHMENT 1 – DEFINITIONS to the Deed)

Contact	_s 22(1)			
Position	-			
Telephone		Mobile	-s 22(1)	
Email				
Physical Address	280 Main Street Bairnsdale VIC 3875	Postal Address	PO Box 331 BAIRNSDALE VIC 3875	

## Item 3 Sub-panels (clause 6.2 of the Deed, ATTACHMENT 1 – DEFINITIONS to the Deed)

3.1	3.2				
Sub-panels to which the Panel Member is appointed	Specialist Service Group (if applicable)				
(clause 6.2 of the Deed)	(clause 100 and ATTACHMENT 1 – DEFINITIONS to the Deed)				
Brisbane South East	All Client Types				
Cairns	All Client Types				
Capital Region	All Client Types				
Gippsland	All Client Types				
Gold Coast	All Client Types				
North Western Melbourne	All Client Types				

Workforce Australia Services Deed of Standing Offer 2022–2028 Workways Australia Limited (ACN 141 659 734) ES-22-0007

Page 31 of 39

# Appendix C Schedule to the Deed

3.1	3.2					
Sub-panels to which the Panel Member is appointed	Specialist Service Group (if applicable)					
(clause 6.2 of the Deed)	(clause 100 and ATTACHMENT 1 – DEFINITIONS to the Deed)					
Townsville (includes Mt Isa)	All Client Types					

Workforce Australia Services Deed of Standing Offer 2022–2028 Workways Australia Limited (ACN 141 659 734) ES-22-0007

## Workforce Australia Services Deed of Standing Offer 2022-2028

SCHEDULE 1 - Head Licence Details

Item 1 – Head Licence Start Date (clause 10.3 of the Deed, Attachment 1 to the Deed)

01/07/2022

Item 2 – Head Licence End Date (clause 10.4 of the Deed, Attachment 1 to the Deed)

30/06/2028

Item 3 - Account details for navment (clause 27.1 of the Doed) s 47G(1)(a)

Item 4 – Licences (clause 12.1 of the Deed)

Item 4.1 Employment Region (Attachment 1 to the Deed)	Item 4.2 Type of Licence and Specialist Service Group (if Specialist Provider) (clauses 89.5 and 100, Attachment 1 to the Deed)	Item 4.3 Business Share (Attachment 1 to the Deed)	Item 4.4 Licence Start Date (clause 12.1, Attachment 1 to the Deed)	Item 4.5 Licence End Date (clause 12.1, Attachment 1 to the Deed)	Item 4.6 Site(s) (Attachment 1 to the Deed)	Item 4.7 Site type (Full-Time Site, Part- Time Site or Outreach Site) (clause 89.6, Attachment 1 to the Deed)	Item 4.8 Business Days of operation of Site (clause 89.6, Attachment 1 to the Deed)	Item 4.9 Site opening hours on each Business Day (clause 89.6, Attachment 1 to the Deed)	4.10 Subcontractor/Group Respondent member servicing Site (if relevant) (clauses 54 and 59, Attachment 1 to the Deed)
Brisbane South East	All Client Types	20%	1/07/2022	30/06/2028	Beenleigh	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Browns Plains	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Capalaba	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Jimboomba	Outreach	TBC	ТВС	

Item 4.1	Item 4.2	Item 4.3	Item 4.4	Item 4.5	Item 4.6	Item 4.7	Item 4.8	Item 4.9	Schedule 4.10
Employment Region (Attachment 1 to the Deed)	Type of Licence and Specialist Service Group (if Specialist Provider) (clauses 89.5 and 100, Attachment 1 to the Deed)	Business Share (Attachment 1 to the Deed)	Licence Start Date (clause 12.1, Attachment 1 to the Deed)	Licence End Date (clause 12.1, Attachment 1 to the Deed)	Site(s) (Attachment 1 to the Deed)	Site type (Full-Time Site, Part- Time Site or Outreach Site) (clause 89.6, Attachment 1 to the Deed)	Business Days of operation of Site (clause 89.6, Attachment 1 to the Deed)	Site opening hours on each Business Day (clause 89.6, Attachment 1 to the Deed)	Subcontractor/Group Respondent member servicing Site (if relevant) (clauses 54 and 59, Attachment 1 to the Deed)
					Stones Corner	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Upper Mount Gravatt	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
Cincilent	Alledi				Woodridge	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
Gippsland	All Client Types	33%	1 July 2022	30 June 2028	Bairnsdale	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	

Workforce Australia Services Deed of Standing Offer 2022–2028 Workways Australia Limited (ACN 141 659 734) ES-22-0007

Item 4.1 Employment Region (Attachment 1 to the Deed)	Item 4.2 Type of Licence and Specialist Service Group (if Specialist Provider) (clauses 89.5 and 100, Attachment 1 to the Deed)	Item 4.3 Business Share (Attachment 1 to the Deed)	Item 4.4 Licence Start Date (clause 12.1, Attachment 1 to the Deed)	Item 4.5 Licence End Date (clause 12.1, Attachment 1 to the Deed)	Item 4.6 Site(s) (Attachment 1 to the Deed)	Item 4.7 Site type (Full-Time Site, Part- Time Site or Outreach Site) (clause 89.6, Attachment 1 to the Deed)	Item 4.8 Business Days of operation of Site (clause 89.6, Attachment 1 to the Deed)	Item 4.9 Site opening hours on each Business Day (clause 89.6, Attachment 1 to the Deed)	4.10 Subcontractor/Group Respondent member servicing Site (if relevant) (clauses 54 and 59, Attachment 1 to the Deed)
	Deed)				Moe	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Morwell	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Sale	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	
					Traralgon	Full-Time	Monday - Saturday	M, W & F 9- 5; T & Th 9- 6.30, S 10am-12pm Digital	

### Item 5 – Subcontractors approved by the Department

Item 5.1 Employment Region (Attachment 1)	Item 5.2 Type of Licence and Specialist Service Group (if Specialist Provider) (clause 89.5 and 100, Attachment 1 to the Deed)	(clause 59.3, Attachment 1 to the	Item 5.4 Terms and conditions relating to use of each Subcontractor (clause 59.3)		

Workforce Australia Services Deed of Standing Offer 2022–2028 Workways Australia Limited (ACN 141 659 734) ES-22-0007

### Condition of Offer - Requirements for Early Access to the Department's IT Systems

As a Condition of Offer of the Workforce Australia Services Deed of Standing Offer 2022–2028 (the Deed), your Organisation must, from the date of execution of the Deed by the Department, Access the Department's IT Systems for the purposes, and in accordance with the terms and conditions, specified in this Appendix E.

Unless otherwise specified, all capitalised terms in this Appendix E have the meaning given to them in ATTACHMENT 1 – DEFINITIONS to the Deed.

Access to the Department's IT Systems will give your Organisation access to a range of resources, including:

- Workforce Australia Online for Providers (formerly referred to as ESSWeb), to manage Participants and their Records, and to enable the processing of Payments to your Organisation (this will be available from 4 July 2022);
- the Provider Portal, a consolidated resource for all information relevant to delivering the Services;
- · Department-developed reports for managing Participants; and
- the Learning Centre, containing a range of resources (including Guidelines and training resources) for Providers.

Your Organisation will require Access to some aspects of the Department's IT Systems prior to 1 July 2022 to ensure that your Personnel are familiar with the resources on the Department's IT Systems can undertake all required training as specified in the Deed or Guidelines.

### Deed terms and conditions applicable to Access to the Department's IT Systems

From the date of execution of the Deed, your Organisation must comply with the following clauses in the Deed in relation to Access to the Department's IT Systems:

- clause 22 Liaison and directions,
- all clauses in Section A3.1 Information Technology (including accreditation under the External Systems Assurance Framework), and
- all clauses in Section A3.3 Control of Information.

The Department's External Systems Assurance Framework (ESAF) and Security Policy for External Employment Services Providers and Users, as referred to in the Deed, are attached separately.

The key requirements of the above-mentioned clauses are that:

- (a) your Organisation's Personnel:
  - · are familiar with the resources on the Department's IT Systems; and
  - have undertaken all required training relevant to providing the Services, as specified in the Guidelines; and
- (b) your Organisation is compliant with the ESAF and accredited under the Department's 'Right Fit For Risk' (RFFR)' risk-based approach to cyber security, as relevant to the status of your Organisation (see below).

If your Organisation has returned its Deed and it has been executed by the Department, the Department will then provide further information on how your Organisation can commence Accessing the Department's IT Systems. A brief outline of the key aspects is set out below.

### **ESAF and Provider Accreditation**

As set out in the RFP, the ESAF sets out the Department's accreditation of Providers' External IT Systems, using a RFFR approach.

The Department's RFFR is a Provider accreditation approach forming part of the ESAF and is designed to support all Providers in moving towards accreditation of their External IT Systems (including any Third Party Employment Systems).

The RFP further provided that successful Respondents must maintain compliance with the ESAF guidelines, in conjunction with the relevant clauses in the Deed.

RFFR requirements are set out in the ESAF Guideline included in Part A of the Guideline Handbook that is separately attached to Employment Services Providers. The ESAF Guideline sets out information in relation to both Providers who are currently accredited to RFFR and Providers who are not accredited.

If your Organisation is not accredited to RFFR, your Personnel may Access the Department's IT Systems prior to 1 July 2022, provided that the other requirements referred to in this Appendix are met. However, your Organisation will need to engage with the Department as early as possible from the date of execution of the Deed by the Department, in order to commence the RFFR accreditation process and reduce the risk that your Organisation's Access to the Department's IT Systems will be interrupted.

### myGovID requirement

Your Organisation's Personnel who will be Accessing Workforce Australia Online for Providers and associated departmental IT systems will need a myGovID to login.

myGovID is the authentication for Workforce Australia Online. myGovID is not myGov. myGovID is the Australian Government's digital identity that allows it to prove who you are when accessing government services.

Further information about myGovID, including the myGovID support line, is available at <a href="https://www.mygovid.gov.au">www.mygovid.gov.au</a>.



# **GENERAL DEED OF VARIATION No. 1**

of the

# Workforce Australia Services Deed of Standing Offer 2022-2028

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

ES-22-0015

### Workforce Australia Services Deed of Standing Offer 2022-2028

General Deed of Variation No. 1

THIS DEED is made on the	51n	day of	Jan	uary	20. 23	.,,-
BETWEEN						

THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')

AND

Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')

(collectively, 'the Parties')

#### RECITALS

- A. The Parties have entered into a Workforce Australia Services Deed of Standing Offer 2022-2028 (ES-22-0015). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. The Department issued a Work Order to the Provider under clause 9.1 of the Deed on 1 July 2022. In accordance with clause 10.1 of the Deed, a separate contract formed between the Provider and the Department when the Work Order was issued by the Department. This contract, together with any subsequent variations thereto, is referred to hereafter as the 'Head Licence'.
- C. Clause 76.1 of the Deed and Head Licence states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- D. The Parties wish to vary the Deed and Head Licence, and this deed variation is referred to hereafter as 'General Deed of Variation No. 1'.

### THIS DEED WITNESSES AND THE PARTIES AGREE:

### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 1 have the same meaning as in the Deed and Head Licence.

### 2. Commencement and General Effect

- 2.1 Unless otherwise specified herein, General Deed of Variation No. 1 commences on 1 January 2023 ('the Effective Date').
- 2.2 From the Effective Date, the Deed and Head Licence are varied in accordance with Attachment 1.

### 3. Applicable law

3.1 This General Deed of Variation No. 1 is governed by, and construed in accordance with, the laws in force in New South Wales.

Workforce Australia Services Deed of Standing Offer 2022-2028 General Deed of Variation No. 1: ES-22-0015

### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and Head Licence and, subject only to the variations contained in this General Deed of Variation No. 1, the Deed and Head Licence shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 1 were supplemental to the Deed and Head Licence.

### 5. Indemnity

5.1 The Provider agrees to indemnify the Commonwealth against any costs, liabilities or expenses incurred in relation to the preservation or enforcement of any rights under this General Deed of Variation No. 1 including legal costs and expenses on a full indemnity basis.

### 6. Further Acts

6.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 1 and all transactions incidental to it.

### 7. Costs

7.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 1.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED for and on behalf of:** 

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

s 22(1)

s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Signature block for a Corporations Act company where there are either two directors or a director and a secretary

```
EXECUTED for and on behalf of
Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 127(1) of the
Corporations Act 2001 by:
s 22(1)
```

EXECUTED for and on behalf of
Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 127(1) of the
Corporations Act 2001 by:

Name of Director

Signature

Name of Director/Secretary

Signature

Signature block for a Corporations Act company acting as a trustee where there are either two

directors or a director and a secretary:

### EXECUTED for and on behalf of Workways Australia Limited (AGN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Sole Director and Secretary Signature

Signature block for a Corporations Act co	ompany v	vhere a common seal is used:
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(2) of the Corporations Act 2001 by:	)	[Seal Affixed]
Name of Director and by		Signature
Name of Director/Secretary		Signature

Signature block for an incorporated ass	ociation:	
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) ) 	ignature
In the presence of:		
Name of witness	s	ignature of witness
and by		
Name of Committee member	s	ignature
In the presence of:		
Name of witness	S	ignature of witness

nature block for an incorporated association	on where a common seal is used:
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734), the fixing of which was witnessed in accordance with its Constitution by:  Name of Committee member  In the presence of:	) [Seal Affixed] ) Signature
Name of witness	Signature of witness
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

### Signature block for an incorporated association acting as a trustee: SIGNED, SEALED and DELIVERED for ) and on behalf of Workways Australia Limited (ACN 141 659 734) by: ) Name of Committee member Signature In the presence of: Name of witness Signature of witness and by Name of Committee member Signature In the presence of: Name of witness Signature of witness

## Signature block for a natural person (individual): SIGNED, SEALED and DELIVERED by: Name of signatory Signature In the presence of: Signature of witness

incorporated under a State Act and incorpo	prated charitable institutions):
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited	)
(ACN 141 659 734) by:	)
	)
Name of authorised officer	Signature
who by signing warrants that he/she has	
authority to bind Workways Australia Limited (ACN 141 659 734)	
In the presence of:	
Name of witness (print)	Signature of witness

Signature block for other incorporated entities (including incorporated associations which are

# Signature block for a local council: SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia | Limited (ACN 141 659 734) by: Name of signatory Signature by the authority of the Council In the presence of: Signature of witness

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and there are two directors or a director and a secretary:

The COMMON SEAL of Workways	)	
Australia Limited (ACN 141 659 734) the fixing of which was witnessed in	)	
accordance with the requirements of		
section 99-5(2) of the Corporations	)	
(Aboriginal and Torres Strait Islander)		
Act 2006 by:		[Seal Affixed]
Name of Director		Cianatura
Name of Director		Signature
and by		
Name of Director/Secretary		Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the corporation has only one director:

The COMMON SEAL of Workways	)
Australia Limited (ACN 141 659 734)	
the fixing of which was witnessed in	)
accordance with the requirements of	
section 99-5(2) of the Corporations	
(Aboriginal and Torres Strait Islander)	
Act 2006 by:	[Seal Affixed]
10 1 8:	6:
Name of Sole Director	Sianature

EXECUTED for and on behalf of

Workways Australia-Limited (ACN
141 659 734) in accordance with the
requirements of section 99-5(1) of
the Corporations (Aboriginal and
Torres Strait Islander) Act 2006 by:

Name of Director

Signature

Name of Director/Secretary

Signature

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal

is not used and there are two directors or a director and a secretary:

Signature block for an Aboriginal and Torres Strait Islander Corporation where a common seal is used and the corporation has only one director:

EXECUTED for and on behalf of	)
Workways Australia Limited (ACN	
141 659 734) in accordance with the	)
requirements of section 99-5(1) of	
the Corporations (Aboriginal and	
Torres Strait Islander) Act 2006 by:	
Name of Cala Director	Cianatura
Name of Sole Director	Sianature

### SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of Delegate In the presence of: Name of witness Signature of witness

Signature block for State or Territory government:

### EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by: Name of Sole Director and Secretary Signature

Signature block for a sole director Corporations Act company acting as a trustee:

EXECUTED for and on behalf of

Workways Australia Limited (ACN
141 659 734) in accordance with the
requirements of section 127(2) of the
Corporations Act 2001 by:

[Seal Affixed]

Name of Director

Signature

and by

Signature

Signature block for a Corporations Act company where a common seal is used and the

company is acting as a trustee:

Name of Director/Secretary

### **VARIATIONS TO**

### Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under that Deed

- Variations in this Attachment 1 include variations set out at Appendices A to H to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) in Appendices A G:
    - a. words shown in red and strikethrough are deleted;
    - b. words in red and not in strikethrough are inserted;
    - c. new definitions are inserted into Attachment 1 of the Deed and Head Licence in alphabetical order; and
    - d. other new provisions are inserted into the Deed in numerical order;
  - (b) the Joint Charter and the Service Guarantee at Attachments 2 and 3 of the Deed and Head Licence are deleted in their entirety and replaced with the Joint Charter and Service Guarantee set out in Appendix H; and
  - (c) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



### **GENERAL DEED OF VARIATION No. 2**

of the

### Workforce Australia Services Deed of Standing Offer 2022-2028 (Deed) and Head Licence formed under clause 10.1 of the Deed

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

ES-22-0007

### Workforce Australia Services Deed of Standing Offer 2022-2028 (Deed) and Head Licence formed under clause 10.1 of the Deed

### General Deed of Variation No. 2

THIS DEED is made on the 30 TH day of JUNE 20 23
BETWEEN
THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')
AND
Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')
(collectively, 'the Parties')

### RECITALS

- A. The Parties have entered into a Workforce Australia Services Deed of Standing Offer 2022-2028 (ES-22-0007). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. The Department issued a Work Order to the Provider under clause 9.1 of the Deed on 1 July 2022. In accordance with clause 10.1 of the Deed, a separate contract formed between the Provider and the Department when the Work Order was issued by the Department. This contract, together with any subsequent variations thereto, is referred to hereafter as the 'Head Licence'.
- C. Clause 76.1 of the Deed and Head Licence states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- D. The Parties wish to vary the Deed and Head Licence, and this deed variation is referred to hereafter as 'General Deed of Variation No. 2'.

### THIS DEED WITNESSES AND THE PARTIES AGREE:

### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 2 have the same meaning as in the Deed and Head Licence.

### 2. Commencement and General Effect

- 2.1 Unless otherwise specified herein, General Deed of Variation No. 2 commences on 1 July 2023 ('the Effective Date').
- 2.2 From the Effective Date, the Deed and Head Licence are varied in accordance with Attachment 1.

### 3. Applicable law

3.1 This General Deed of Variation No. 2 is governed by, and construed in accordance with, the laws in force in New South Wales.

### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and Head Licence and, subject only to the variations contained in this General Deed of Variation No. 2, the Deed and Head Licence shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 2 were supplemental to the Deed and Head Licence.

### 5. Indemnity

5.1 The Provider agrees to indemnify the Commonwealth against any costs, liabilities or expenses incurred in relation to the preservation or enforcement of any rights under this General Deed of Variation No.2 including legal costs and expenses on a full indemnity basis.

### 6. Further Acts

6.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 2 and all transactions incidental to it.

### 7. Costs

7.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 2.

### 8. Partnerships and Group Respondents

### 8.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 2 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 2; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 2 warrants that it is fully authorised by each member of the Group Respondent to act as its agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 2.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED for and on behalf of:** 

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

s 22(1) s 22(1)

s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Signature block for a Corporations Act company where there are either two directors or a director and a secretary

```
EXECUTED for and on behalf of )
Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the Corporations Act 2001 by:
```

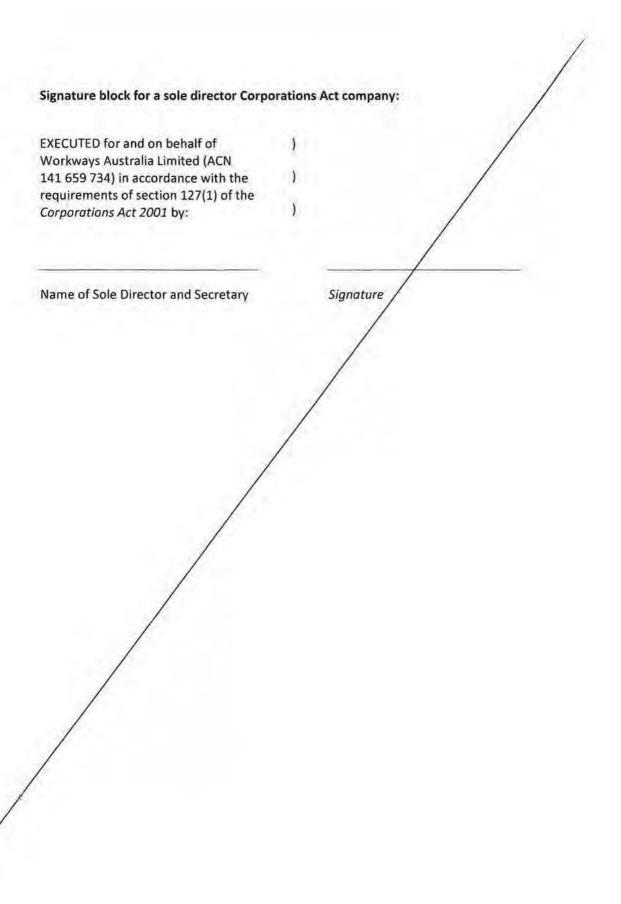
s 22(1)

and by

s 22(1)

s 22(1)

ignature block for a Corporations Act	company acting as	s a trustee where there a	are either
irectors or a director and a secretary:			/
VECUTED for and an habelf of	3	/	
KECUTED for and on behalf of orkways Australia Limited (ACN	1		
41 659 734) in accordance with the	)		
equirements of section 127(1) of the	X.		
orporations Act 2001 by:	1		
	-	_/	_
ame of Director	Signatu	ire/	
	/		
nd by			
I Davis and American	/		
ame of Director/Secretary	Signatu	ire	
/			
/			



Signature block for a Corporations Act of	romnany	where a common seal is used.
Signature block for a corporations Act t	Jinpany	where a common sear is used.
EXECUTED for and on behalf of	)	
Workways Australia Limited (ACN	)	
141 659 734) in accordance with the requirements of section 127(2) of the	,	
Corporations Act 2001 by:	)	[Seal Affixed]
Name of Director		Signature/
and by		
Name of Director/Secretary		Signature
/		
×		

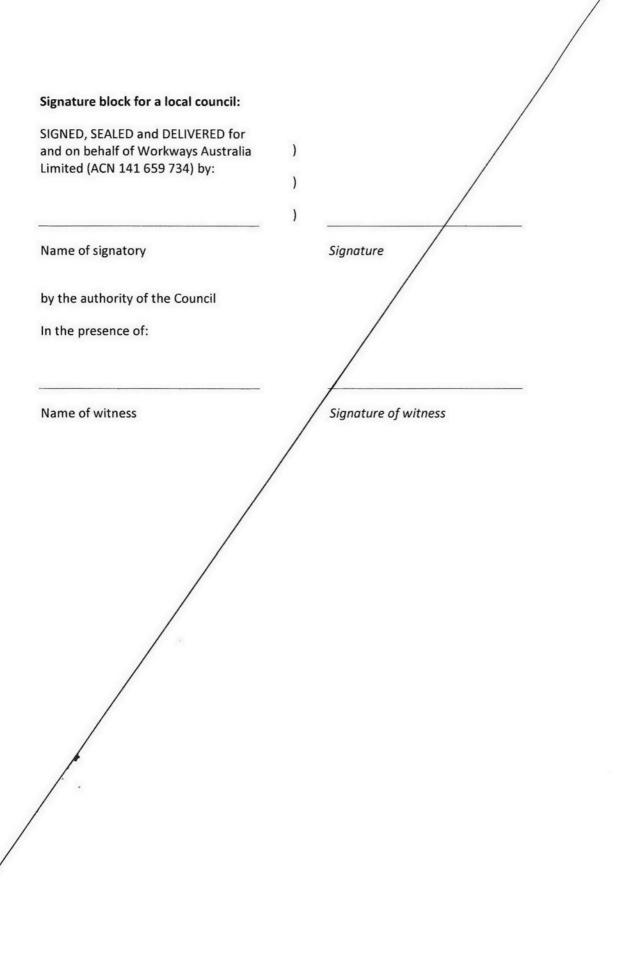
	/
Signature block for an incorporated ass	sociation:
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	
	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

The COMMON SEAL of Workways	)
Australia Limited (ACN 141 659 734),	
the fixing of which was witnessed in	)
accordance with its Constitution by:	[Seal Affixed]
	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)
Name of Committee member	) Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
n the presence of	
Name of witness	Signature of witness

ignature block for a natural person (individ	lual):		
SIGNED, SEALED and DELIVERED by:	)	/	
Name of signatory	) Si	gnature	
In the presence of:			
Name of witness	- /-	gnature of witne	ss
	/		
<i>/</i> -			

Signature block for other incorporated entit incorporated under a State Act and incorpo	ties (including incorporated associations which are rated charitable institutions):
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)
Name of authorised officer  who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)	Signature
In the presence of:	
Name of witness (print)	Signature of witness



Signature block for an Aboriginal and To is used and there are two directors or a	res Strait irector an	Islander Corpora d a secretary:	ntion where a cor	nmon seal
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with the requirements of section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	) ) )	Seal Affixed]		
Name of Director	 s.	ignature		
Name of Director/Secretary	- s	ignature		

Signature block for an Aboriginal and To is used and the corporation has only one	orres Strait Islander Corporation where a common seal se director:
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with the requirements of section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	) ) [Seal Affixed]
Name of Sole Director	Signature

Signature block for an Aboriginal and T is not used and there are two directors	Torres Strait Islander Corporation where a coms or a director and a secretary:	ymon seal
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	)	
Name of Director	Signature	
and by		
Name of Director/Secretary	Signature	

Signature block for an Aboriginal and To is used and the corporation has only on	orres Strait Islander Corporation where a common seal ne director:
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 by:	)
Name of Sole Director	Signature

## Signature block for State or Territory government: SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of Delegate Signature In the presence of: Name of witness Signature of witness

Signature block for a sole director Corp	porations Act company acting as a trustee:
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with the requirements of section 127(1) of the <i>Corporations Act 2001</i> by:	)
Name of Sole Director and Secretary	Signature

Signature block for a Corporations Act co company is acting as a trustee:	mpany	y where a common seal is used and the	/
EXECUTED for and on behalf of	)		
Workways Australia Limited (ACN 141 659 734) in accordance with the	)		
requirements of section 127(2) of the	,		
Corporations Act 2001 by:	)	[Seal Affixed]	
Name of Director		Signature	
and by			
	/	/	
Name of Director/Secretary		Signature	

#### **VARIATIONS TO**

### Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under that Deed

- 1. Variations in this Attachment 1 include variations set out at Appendices A to E to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted;
  - (c) new definitions are inserted into Attachment 1 of the Deed and Head Licence in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



#### **GENERAL DEED OF VARIATION No. 3**

of the

## Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under clause 10.1 of the Deed

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

ES-22-0007

## Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under clause 10.1 of the Deed

#### General Deed of Variation No. 3

THIS DEED is made on the 25t day of Della 2023
BETWEEN
THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')
AND
Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')
(collectively, 'the Parties')

#### RECITALS

- A. The Parties have entered into a Workforce Australia Services Deed of Standing Offer 2022-2028 (ES-22-0007). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. The Department issued a Work Order to the Provider under clause 9.1 of the Deed. In accordance with clause 10.1 of the Deed, a separate contract formed between the Provider and the Department when the Work Order was issued by the Department. This contract, together with any subsequent variations thereto, is referred to hereafter as the 'Head Licence'.
- C. Clause 76.1 of the Deed and Head Licence states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- D. The Parties wish to vary the Deed and Head Licence, and this deed variation is referred to hereafter as 'General Deed of Variation No. 3'.

#### THIS DEED WITNESSES AND THE PARTIES AGREE:

#### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 3 have the same meaning as in the Deed and Head Licence.

#### 2. Commencement and General Effect

2.1 Unless otherwise specified herein, General Deed of Variation No. 3 commences on 1 January 2024 ('the Effective Date'). 2.2 From the Effective Date, the Deed and Head Licence are varied in accordance with Attachment 1.

#### 3. Applicable law

3.1 This General Deed of Variation No. 3 is governed by, and construed in accordance with, the laws in force in New South Wales.

#### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and Head Licence and, subject only to the variations contained in this General Deed of Variation No. 3, the Deed and Head Licence shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 3 were supplemental to the Deed and Head Licence.

#### 5. Further Acts

5.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 3 and all transactions incidental to it.

#### 6. Costs

6.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 3.

#### 7. Partnerships and Group Respondents

#### 7.1 If the Provider is:

- a partnership, the partner which executes this General Deed of Variation No. 3 warrants that
  it is authorised to bind all of the partners in the partnership in relation to this General Deed
  of Variation No. 3; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 3 warrants that it is fully authorised by each member of the Group Respondent to act as its agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 3.

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED** for and on behalf of:

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

s 22(1)

s 22(1)

In the presence of:

s 22(1)

s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Execution block for a Corporations Act company where either two directors or a director and a company secretary are signing

```
EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:

s 22(1)

and by

s 22(1)
```

Execution block for a Corporations Act company acting as a trustee where there are	ther
two directors or a director and a company secretary are signing	

EXECUTED for and on behalf of

Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:

Name of director who states that they are a director of Workways Australia Limited (ACN 141 659 734)

and by

Name of director/company secretary
[strike through whichever does not apply]
who stat a that they are a
director/company secretary [strike
through whichever does not apply] of
corkways Australia Limited (ACN 141
659 734)

Signature

Signature

Execution block for a proprietary Corporations Act company that has a sole director who is also the sole company secretary

EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the *Corporations Act 2001* (Cth)
by:

Name of sole director and company secretary who states that they are the sole director and company secretary of Workways Australia Limited (ACN 14 659 734)

Signature

Page 229 of 742

Execution block for a proprietary Corporations Act company that has a sole director and no company secretary

EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734) Signature

## Execution block for a Corporations Act company affixing a common seal EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the Corporations Act 2001 (Cth) [Seal Affixed] by: Name of director Signg and by Name of director/company secretary Signature [strike through whichever does not

SIGNED, SEALED and DELIVERED for and	
on behalf of Workways Australia Limited (ACN 141 659 734) by:	
Name of Committee member	Signature
n the presence of;	
Name of witness	Signature of witness
and by	
Name of Committee hember	Signature
n the present of:	

ecution block for an incorporated association	n affixing a common seal
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with its Constitution by:	[Seal Affixed]
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

Page 233 of 742

55

GNED, SEALED and DELIVERED by:	
ame of signatory	Signature
the presence of:	
ame of witness	Signature of witness

SIGNED, SEALED and DELIVERED for and on )
behalf of Workways Australia Limited (ACN
141 659 734) by:
)

Name of authorised officer

Signature

Execution block for other incorporated entities (including associations incorporated under state

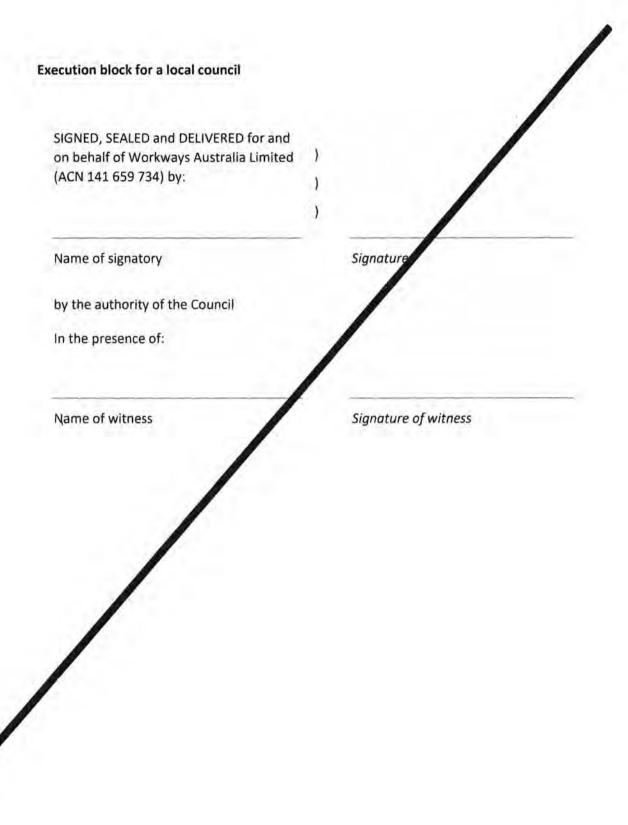
who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)

or Territory legislation and incorporated charitable institutions)

In the presence of:

Name of witness (print)

Signature of witness



Execution block for an Aboriginal and Torres Strait Islander corporation where either wo directors or a director and a corporation secretary are signing

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99- 5(1) of the <i>Corporations (Aboriginal and Torres Strait Islander) Act 2006</i> (Cth) by:	)
Name of director	Signature
and by	
Name of director/corporation secretary [strike through whichever does not apply]	Signature

Execution block for an Aboriginal and Torres Strait Islander corporation that has a so director EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: Name of sole director

Execution block for an Aboriginal and Torres Strait Islander corporation affixing compon seal in the presence of two directors or a director and a corporation secretary:

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) in accordance with section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	) ) [Seal Affixed]
Name of director	Signature
and by	
Name of director/corporation secretary [strike through whichever does not apply	Signature

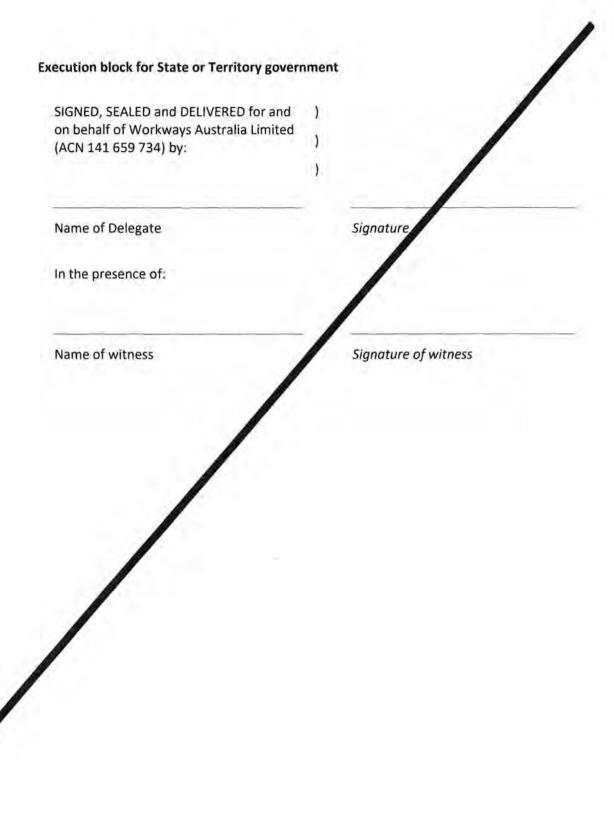
Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of its sole director

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:

[Seal Affixed

Name of sole director

gnature



Execution block for a proprietary Corporations Act company that has a sole director, and is acting as a trustee

EXECUTED for and on behalf of

Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734)

gnature

Execution block for a Corporations Act company affixing a common seal and acting as trustee

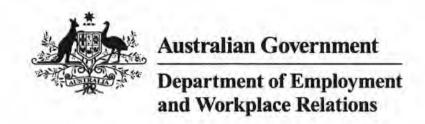
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the <i>Corporations Act 2001</i> (Cth) by:	) ) [Seal Affixed]
Name of Director	Si nature
and by	
Name of director/secretary [strike through whichever does not apply]	Signature

#### **VARIATIONS TO**

#### Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under that Deed

- Variations in this Attachment 1 include variations set out at Appendices A to H to this Attachment 1.
- Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted;
  - new definitions are inserted into Attachment 1 of the Deed and Head Licence in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



#### **GENERAL DEED OF VARIATION No. 4**

of the

# Workforce Australia Services Deed of Standing Offer 2022-2028 (Deed) and Head Licence formed under clause 10.1 of the Deed

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

ES-22-0007

## Workforce Australia Services Deed of Standing Offer 2022-2028 (Deed) and Head Licence formed under clause 10.1 of the Deed

#### General Deed of Variation No. 4

THIS DEED is made on the 24h day of 500 2024		
BETWEEN		
THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')		
AND		
Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')		
(collectively, 'the Parties')		

#### **RECITALS**

- A. The Parties have entered into a Workforce Australia Services Deed of Standing Offer 2022-2028 (ES-22-0007). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. The Department issued a Work Order to the Provider under clause 9.1 of the Deed on 31 May 2024. In accordance with clause 10.1 of the Deed, a separate contract formed between the Provider and the Department when the Work Order was issued by the Department. This contract, together with any subsequent variations thereto, is referred to hereafter as the 'Head Licence'.
- C. Clause 76.1 of the Deed and Head Licence states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- D. The Parties wish to vary the Deed and Head Licence, and this deed variation is referred to hereafter as 'General Deed of Variation No. 4'.

#### THIS DEED WITNESSES AND THE PARTIES AGREE:

#### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 4 have the same meaning as in the Deed and Head Licence.

#### 2. Commencement and General Effect

2.1 Unless otherwise specified herein, General Deed of Variation No. 4 commences on 1 July 2024 ('the Effective Date').

2.2 From the Effective Date, the Deed and Head Licence are varied in accordance with Attachment 1.

#### 3. Applicable law

3.1 This General Deed of Variation No. 4 is governed by, and construed in accordance with, the laws in force in New South Wales.

#### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and Head Licence and, subject only to the variations contained in this General Deed of Variation No. 4, the Deed and Head Licence shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 4 were supplemental to the Deed and Head Licence.

#### 5. Further Acts

5.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 4 and all transactions incidental to it.

#### 6. Costs

6.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 4.

#### 7. Partnerships and Group Respondents

#### 7.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 4 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 4; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 4 warrants that it is fully authorised by each member of the Group Respondent to act as its agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 4.

EXECUTED AS A DEED for and on behalf of:

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) by:

\$ 22(1)

**EXECUTED** by the Parties as a deed on the date above.

s 22(1)

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Execution block for a Corporations Act company where either two directors or a director and a company secretary are signing

```
EXECUTED for and on behalf of
Workways Australia Limited (ACN 141
659 734) in accordance with section
127(1) of the Corporations Act 2001 (Cth)
by:
s 22(1)

and by
s 22(1)

s 22(1)
```

Execution block for a Corporations Act company acting as a trustee where either two directors or a director and a company secretary are signing	
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the <i>Corporations Act 2001</i> (Cth) by:	)
Name of director who states that they are a director of Workways Australia Limited (ACN 141 659 734) and by	Signature
Name of director/company secretary [strike through whichever does not apply] who states that they are a director/company secretary [strike through whichever does not apply] of Workways Australia Limited (ACN 141 659 734)	Signature

Execution block for a proprietary Corporations Act company that has a sole director who is also the sole company secretary EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: Name of sole director and company secretary who states that they are the Signature sole director and company secretary of Workways Australia Limited (ACN 141 659 734)

Execution block for a proprietary Corporatio company secretary	ns Act company that has a sole director and no
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the <i>Corporations Act 2001</i> (Cth) by:	)
Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734)	Signature

Execution block for a Corporations Act comp	any affi	king a common seal
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the <i>Corporations Act 2001</i> (Cth) by:	) )	[Seal Affixed]
Name of director	-	Signature
and by		
Name of director/company secretary [strike through whichever does not apply]		Signature

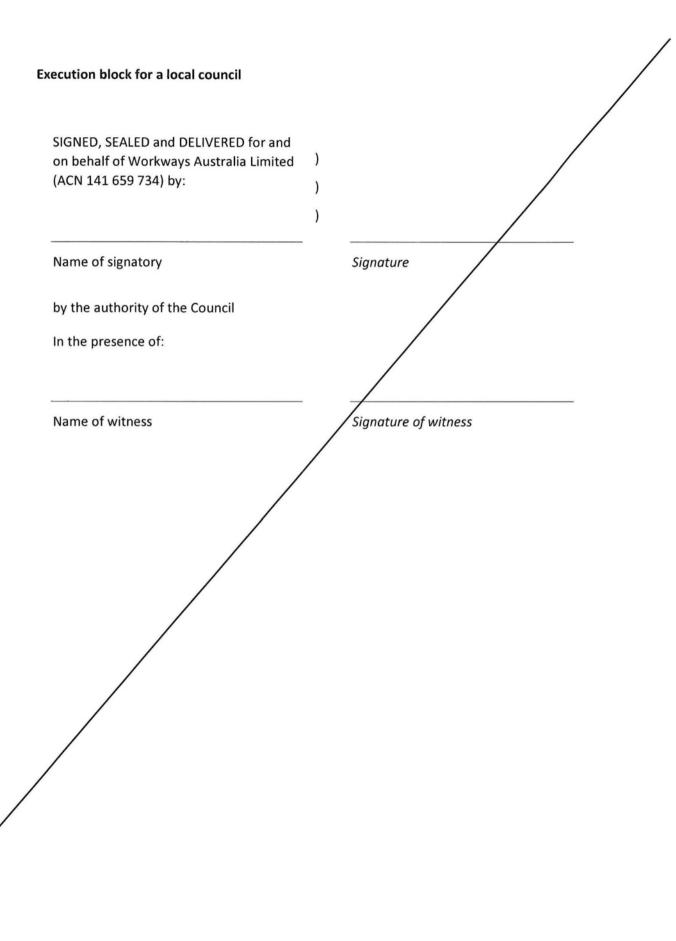
Execution block for an incorporated asso	ciation	
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )	
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness
and by		
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness

d]
f witness
f witness

Execution block for an incorporated associa	tion acting as a trustee
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

NED, SEALED and DELIVERED by:	)		
	,		
	,		
me of signatory	)	Signature	
the presence of:			
me of witness		Signature of witness	
	- /		
/			

Execution block for other incorporated entities (including associations incorporated under State or Territory legislation and incorporated charitable institutions) SIGNED, SEALED and DELIVERED for and on ) behalf of Workways Australia Limited (ACN 141 659 734) by: Name of authorised officer Signature who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734) In the presence of: Name of witness (print) Signature of witness



VECUTED for and are balled	<b>\</b>
EXECUTED for and on behalf of Workways Australia Limited (ACN 141	)
559 734) in accordance with section 99-	)
5(1) of the Corporations (Aboriginal and	
Forres Strait Islander) Act 2006 (Cth) by:	
Name of director	Signature
Name of director	Signature
and by	
Name of director/corporation secretary	
strike through whichever does not apply	yl /

xecution block for an Aboriginal and Torres irector	s Strait Islander corporation that has a sole
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the <i>Corporations (Aboriginal and Torres Strait Islander) Act 2006</i> (Cth) by:	)
Name of sole director	Signature

Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of two directors or a director and a corporation secretary The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: [Seal Affixed] Name of director Signature and by Name of director/corporation secretary Signature [strike through whichever does not apply]

Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of its sole director The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with section 99-5(2) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: [Seal Affixed] Name of sole director Signature

Execution block for State or Territory gover	nment	
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )	
Name of Delegate		Signature
In the presence of:		
Name of witness		Signature of witness

Execution block for a proprietary Corporations Act company that has a sole director, and is acting as a trustee EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: Name of sole director who states that Signature they are the sole director of Workways Australia Limited (ACN 141 659 734)

Execution block for a Corporations Act company affixing a common seal and acting as a trustee EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the Corporations Act 2001 (Cth) [Seal Affixed] by: Name of director Signature and by Name of director/company Signature [strike through whichever does not apply]

	artners in the partnership]
GNED, SEALED and DELIVERED for and on	
half of Workways Australia Limited (ACN	
11 659 734) by:	)
	1
ame of partner	Signature
the presence of:	
ame of witness (print)	Signature of witness
/	
GNED, SEALED and DELIVERED for and on	
chalf of Workways Australia Limited (ACN 11 659 734) by:	1
1 039 734) by.	Y.
	t .
ame of partner	Signature
and of partier	Signature
the presence of:	
ame of witness (print)	Signature of witness

SIGNED, SEALED and DELIVERED for and on ) behalf of Workways Australia Limited (ACN ) 141 659 734) by:	
Name of partner	Signature
In the presence of:	
Name of witness (print)	Signature of witness
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	
Name of partner	Signature
In the presence of:	
Name of witness (print)	Signature of witness

### **VARIATIONS TO**

# Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under that Deed

- 1. Variations in this Attachment 1 include variations set out at Appendices A to F to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) words shown in red and strikethrough are deleted;
  - (b) words in red and not in strikethrough are inserted;
  - (c) new definitions are inserted into Attachment 1 of the Deed and Head Licence in alphabetical order;
  - (d) other new provisions are inserted into the Deed in numerical order; and
  - (e) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.



### **GENERAL DEED OF VARIATION No. 5**

of the

Workforce Australia Services Deed of Standing Offer 2022-2028 (Deed) and Head Licence formed under clause 10.1 of the Deed

between

the Commonwealth of Australia

and

Workways Australia Limited (ACN 141 659 734)

ES-22-0007

# Workforce Australia Services Deed of Standing Offer 2022-2028 (Deed) and Head Licence formed under clause 10.1 of the Deed

General Deed of Variation No. 5

THIS DEED is made on the 12 TH day of DECEMBER 20.24

THE COMMONWEALTH OF AUSTRALIA ('the Commonwealth') acting through and represented by the Department of Employment and Workplace Relations (ABN 96 584 957 427) ('the Department')

AND

Workways Australia Limited (ACN 141 659 734) of 280 Main Street Bairnsdale VIC 3875 ('the Provider')

(collectively, 'the Parties')

### RECITALS

- A. The Parties have entered into a Workforce Australia Services Deed of Standing Offer 2022-2028 (ES-22-0007). This deed, together with any subsequent variations thereto, is referred to hereafter as 'the Deed'.
- B. The Department issued a Work Order to the Provider under clause 9.1 of the Deed. In accordance with clause 10.1 of the Deed, a separate contract formed between the Provider and the Department when the Work Order was issued by the Department. This contract, together with any subsequent variations thereto, is referred to hereafter as the 'Head Licence'.
- C. Clause 76.1 of the Deed and Head Licence states that: "Except for action the Department is expressly authorised to take elsewhere in this Deed, no variation of this Deed is binding unless it is agreed in writing and signed by the Parties."
- D. The Parties wish to vary the Deed and Head Licence, and this deed variation is referred to hereafter as 'General Deed of Variation No. 5'.

### THIS DEED WITNESSES AND THE PARTIES AGREE:

### 1. Interpretation

1.1 Unless the contrary intention appears, capitalised terms used in this General Deed of Variation No. 5 have the same meaning as in the Deed and Head Licence.

### 2. Commencement and General Effect

- 2.1 Unless otherwise specified herein, General Deed of Variation No. 5 commences on 1 January 2025 ('the Effective Date').
- 2.2 From the Effective Date, the Deed and Head Licence are varied in accordance with Attachment 1.

### 3. Applicable law

3.1 This General Deed of Variation No. 5 is governed by, and construed in accordance with, the laws in force in New South Wales.

### 4. Force

4.1 The Parties confirm all the other provisions of the Deed and Head Licence and, subject only to the variations contained in this General Deed of Variation No. 5, the Deed and Head Licence shall remain in full force and effect and shall be read and construed and be enforceable as if the terms of this General Deed of Variation No. 5 were supplemental to the Deed and Head Licence.

### 5. Further Acts

5.1 Each of the Parties must promptly execute all documents and do all things that the other Party from time to time reasonably requests to effect, perfect or complete this General Deed of Variation No. 5 and all transactions incidental to it.

### 6. Costs

6.1 The Parties shall each bear their own costs and expenses (including legal costs) arising out of and incidental to the negotiation, preparation, execution and delivery of this General Deed of Variation No. 5.

### 7. Partnerships and Group Respondents

### 7.1 If the Provider is:

- a. a partnership, the partner which executes this General Deed of Variation No. 5 warrants that it is authorised to bind all of the partners in the partnership in relation to this General Deed of Variation No. 5; or
- b. a Group Respondent, the Lead Member which executes this General Deed of Variation No. 5 warrants that it is fully authorised by each member of the Group Respondent to act as their agent to bind each member of the Group Respondent in relation to this General Deed of Variation No. 5.

s 22(1)

In the presence of:
s 22(1)

THE COMMONWEALTH OF AUSTRALIA represented by the Department of Employment and

**EXECUTED** by the Parties as a deed on the date above.

**EXECUTED AS A DEED for and on behalf of:** 

Workplace Relations (ABN 96 584 957 427) by:

Please execute the execution block that is relevant for your organisation and cross out the other execution blocks.

Execution block for a Corporations Act company where either two directors or a director and a company secretary are signing

```
EXECUTED for and on behalf of Workways
Australia Limited (ACN 141 659 734) in
accordance with section 127(1) of the
Corporations Act 2001 (Cth) by:

s 22(1)

and by

s 22(1)
```

xecution block for a Corporations Act company acting as a trustee where either two directors lirector and a company secretary are signing	or a
EXECUTED for and on behalf of Workways )	

Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by:	)
Name of director who states that they are a director of Workways Australia Limited (ACN 141 659 734)	Signature
and by	
Name of director/company secretary	Signature

Name of director/company secretary [strike through whichever does not apply] who states that they are a director/company secretary [strike through whichever does not apply] of Workways Australia Limited (ACN 141 659 734)

Execution block for a proprietary Corporations Act company that has a sole director who is also	the
sole company secretary	

EXECUTED for and on behalf of Workways )
Australia Limited (ACN 141 659 734) in
accordance with section 127(1) of the
Corporations Act 2001 (Cth) by: )

Name of sole director and company secretary who states that they are the sole director and company secretary of Workways Australia Limited (ACN 141 659 734) Signature

# Execution block for a proprietary Corporations Act company that has a sole director and no company secretary

EXECUTED for and on behalf of Workways )
Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by: )

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734) Signature

### Execution block for a Corporations Act company affixing a common seal

)
) [Seal Affixed]
Signature
Signature

### Execution block for an incorporated association

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

### Execution block for an incorporated association affixing a common seal

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with its Constitution by:	)	[Seal Affixed]
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness
and by		
Name of Committee member		Signature
In the presence of:		
Name of witness		Signature of witness

### Execution block for an incorporated association acting as a trustee

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness
and by	
Name of Committee member	Signature
In the presence of:	
Name of witness	Signature of witness

# Execution block for a natural person (i.e. an individual) SIGNED, SEALED and DELIVERED by: ) ) Name of signatory Signature In the presence of: Name of witness Signature of witness

Execution block for other incorporated entities (including associations which are incorporated under State or Territory legislation and incorporated charitable institutions)

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	) )	
Name of authorised officer	Signature	
who by signing warrants that he/she has authority to bind Workways Australia Limited (ACN 141 659 734)		
In the presence of:		
Name of witness (print)	Signature of witness	_

# SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of signatory Signature by the authority of the Council In the presence of: Signature of witness

Execution block for a local council

Execution block for an Aboriginal and Torres Strait Islander corporation where either two directors or a director and a corporation secretary are signing

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	)
Name of director	Signature
and by	
Name of director/corporation secretary	Signature

# EXECUTED for and on behalf of Workways ) Australia Limited (ACN 141 659 734) in accordance with section 99-5(1) of the ) Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by: Name of sole director Signature

# Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of two directors or a director and a corporation secretary

The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the fixing of which was witnessed in accordance with section 99-5(2) of the	)		
Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	)	[Seal Affixed]	
Name of director			
and by			
Name of discount of a second of the second o			
Name of director/corporation secretary  [strike through whichever does not apply]		Signature of witness	

# Execution block for an Aboriginal and Torres Strait Islander corporation affixing a common seal in the presence of its sole director

Name of sole director		Signature
	,	
Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) by:	)	[Seal Affixed]
fixing of which was witnessed in accordance with section 99-5(2) of the	)	
The COMMON SEAL of Workways Australia Limited (ACN 141 659 734) the	)	

# SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by: Name of Delegate Signature In the presence of:

Signature of witness

**Execution block for State or Territory government** 

Name of witness

a trustee	
EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(1) of the Corporations Act 2001 (Cth) by:	) )

Execution block for a proprietary Corporations Act company that has a sole director, and is acting as

Name of sole director who states that they are the sole director of Workways Australia Limited (ACN 141 659 734) Signature

### Execution block for a Corporations Act company affixing a common seal and acting as a trustee

EXECUTED for and on behalf of Workways Australia Limited (ACN 141 659 734) in accordance with section 127(2) of the	)	
Corporations Act 2001 (Cth) by:	)	[Seal Affixed]
Name of director		Signature
and by		
and by		
Name of director/company/secretary [strike through whichever does not apply]		Signature

entity) and all partners to the partnership a pased on the number of partners in the part		gning [strike through any unused execution blocks ip]
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)	
Name of partner		Signature
In the presence of:		
Name of witness (print)		Signature of witness
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)	
Name of partner		Signature
In the presence of:		
Name of witness (print)		Signature of witness
Workforce Australia Services Deed of Standing Offer 2022-	2028	23

Execution block for a partnership where each partner is a natural person (e.g. is not a corporate

General Deed of Variation No. 5; ES-22-0007

SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
Name of partner		Signature	
In the presence of:			
Name of witness (print)		Signature of witness	_
SIGNED, SEALED and DELIVERED for and on behalf of Workways Australia Limited (ACN 141 659 734) by:	)		
Name of partner			
In the presence of:			
Name of witness (print)		Signature of witness	-

### **VARIATIONS TO**

## Workforce Australia Services Deed of Standing Offer 2022-2028 and Head Licence formed under that Deed

- 1. Variations in this Attachment 1 include variations set out at Appendices A to E to this Attachment 1.
- 2. Provisions referred to in this Attachment 1 are amended as follows:
  - (a) in Appendices A D:
    - (i) words shown in red and strikethrough are deleted;
    - (ii) words in red and not in strikethrough are inserted;
    - (iii) new definitions are inserted into Attachment 1 of the Deed and Head Licence in alphabetical order; and
    - (iv) other new provisions are inserted into the Deed in numerical order;
  - (b) the existing Service Guarantee is deleted in its entirety and replaced with the Service Guarantee set out in Appendix E; and
  - (c) otherwise as stated.

Note 1: Where only part of a provision appears in an appendix, the relevant variations are intended to apply only to that part of the provision, and the balance of the provision is unchanged.