

**WOOLWORTHS FOOD & GROCERY CODE ARBITER**  
**CODE COMPLAINTS HANDLING PROCEDURES**

There are two avenues open to suppliers to raise with the Code Arbiter concerns or complaints that Woolworths has not complied with its obligations under the Food & Grocery Code of Conduct (**Code**):

(i) a supplier may make a formal complaint by following the Code Arbiter's Complaints Handling Procedure described in 1 below; or

(ii) a supplier can informally raise a concern, issue or complaint under the informal procedure described in 2 below.

**1. MAKE A FORMAL COMPLAINT UNDER THE CODE**

*Application of the Code Arbiter's Complaints Handling Procedure*

This Complaints Handling Procedure (**Procedure**) has been developed by the Code Arbiter appointed by Woolworths in accordance with the requirements of the Code.

The Procedure applies to a complaint that is referred to the Code Arbiter by a supplier relating to conduct by Woolworths towards the supplier, to the extent that the conduct is regulated by the Code.

The Procedure explains:

- a) The role of the Code Arbiter in relation to complaints relating to conduct covered by the Code;
- b) how a supplier can make a valid complaint to the Code Arbiter;
- c) how the Code Arbiter will investigate and resolve the complaint; and
- d) the options available to a supplier if they are not satisfied with the resolution of the complaint proposed by the Code Arbiter.

The Procedure is intended to be consistent with the Code. To the extent of any inconsistency with the Code, the Code will prevail.

In this Procedure 'Woolworths' means Woolworths Supermarkets or Metro Stores.

**The role of the Code Arbiter**

The Code Arbiter has been appointed by Woolworths as required by the Code. The Code Arbiter is independent of Woolworths and will exercise its functions in accordance with the Code. It is an express requirement of the Code that Woolworths not unduly influence or attempt to unduly influence the Code Arbiter in the performance of the Code Arbiter's functions.

A key function of the Code Arbiter is to deal with complaints referred to it by a supplier where the complaint concerns conduct by Woolworths towards the supplier that is regulated by the Code.

The Code Arbiter is authorised by Woolworths to enter into an agreement on its behalf to settle a complaint or dispute about Woolworths' obligations under the Code.

## **Confidentiality requirements**

In dealing with a complaint under this Procedure, the Code Arbiter will not disclose to Woolworths the identity of a supplier who has made a complaint except with the express consent of the supplier.

The Code Arbiter will also observe any confidentiality requirements relating to information disclosed or obtained in dealing with or resolving a complaint.

## **THE PROCEDURE**

### **Step 1: Referral of complaint to the Code Arbiter**

A supplier can direct a complaint to the Code Arbiter about a matter that is covered by the Code.

In order for a complaint to be dealt with by the Code Arbiter, the complaint must be made in writing and directed to the Code Arbiter at:

[codearbiter@wowgrocerycode.com.au](mailto:codearbiter@wowgrocerycode.com.au)

A written complaint must include the following information:

- a) the supplier's identification details, including business or trading name;
- b) the supplier's contact details or the contact details of any person who is dealing with the complaint on behalf of the supplier, including that person's name, title and telephone number;
- c) details of the conduct giving rise to the complaint, including the particular provisions of the Code that are relevant to the complaint; and
- d) any documents or other information that will assist the Code Arbiter to investigate the complaint.

### **Step 2: Investigation by the Code Arbiter**

The Code Arbiter will take all reasonable steps to investigate a complaint and to conclude its investigation within 20 business days from receipt of the written complaint, or, with the written agreement of the supplier, within a longer specified period.

If after investigation, the Code Arbiter is satisfied that a complaint is vexatious, trivial, misconceived or lacking in substance, the Code Arbiter will notify the complainant to that effect and set out:

- a) the Code Arbiter's reasons for being satisfied that the complaint is vexatious, trivial, misconceived or lacking in substance; and
- b) the options available if the supplier wishes to take further action in relation to the complaint.

The Code Arbiter will take no further action in relation to a complaint that the Code Arbiter has determined is vexatious, trivial, misconceived or lacking in substance.

A complaint that has NOT been determined to be vexatious, trivial, misconceived or lacking in substance will be investigated by the Code Arbiter.

In the course of its investigation of a complaint the Code Arbiter:

- a) will give consideration to Woolworths' obligations to deal with the supplier lawfully and in good faith as set out in clause 6B of the Code; and
- b) may give consideration to whether Woolworths has acted fairly in dealing with the supplier. This may include consideration of:
  - i. whether Woolworths' conduct denied the supplier the benefits of the grocery supply agreement between the supplier and Woolworths, or undermined those benefits for the supplier;
  - ii. whether Woolworths acted in accordance with the supplier's legitimate and reasonable expectation; and
  - iii. whether Woolworths had due regard to the nature of its relationship with the supplier and the individual characteristics of the supplier that were known, or ought to have been known by Woolworths.

Under the Code Woolworths is required to provide the Code Arbiter with access to:

- a) any documents that may be relevant to a complaint; and
- b) Woolworths' buying team for the purpose of discussing issues relating to Woolworths' obligations under this Code.

### **Step 3: Determination of the complaint and proposed remedy**

After investigating the complaint, the Code Arbiter will determine what (if any) action should be taken by Woolworths in response to the complaint.

This may include a determination that Woolworths should pay compensation (not exceeding \$5 million) to the supplier or that the Grocery Supply Agreement between Woolworths and the supplier be varied (other than unilaterally).

The Code Arbiter may also recommend (but not determine) that Woolworths pay compensation to the supplier of an amount in excess of \$5 million.

Within 5 business days after the conclusion of the investigation, the Code Arbiter will notify the supplier in writing of the determination, the reasons for making the determination and the timetable for any proposed remedy.

The Code Arbiter will also advise the supplier of the further action available to the supplier under the Code in relation to the matter (independent review request or mediation or arbitration).

The Code Arbiter will provide a copy of the notice to Woolworths with identity of the supplier redacted unless the supplier has consented to the disclosure of their identity.

The proposed remedy lapses 20 business days from the date of the Code Arbiter's notification to the supplier unless the supplier has requested a review of the Code Arbiter's process for handling the complaint by the Independent Reviewer appointed by the Minister under the Code.

### **Step 4: Implementing the proposed remedy**

If the supplier notifies the Code Arbiter at any time before the remedy lapses that the supplier accepts the proposed remedy, the Code Arbiter will enter into an agreement on behalf of Woolworths with the supplier that gives effect to the proposed remedy and Woolworths will comply with that agreement.

## **Dissatisfaction with the complaint handling process**

If a supplier is dissatisfied with the Code Arbiter's handling of a complaint the Code provides that the supplier may request in writing that the Code Arbiter's process in dealing with the complaint be reviewed by the Independent Reviewer appointed by the Minister.

If the Independent Reviewer conducts a review, it may recommend that the Code Arbiter reconsider the complaint.

## **Alternative dispute resolution avenues**

A supplier may seek mediation or arbitration of a complaint or dispute relating to a matter covered by the Code. However, if a supplier has referred a complaint to the Code Arbiter, the supplier cannot seek mediation or arbitration in relation to the complaint or dispute until the Code Arbiter's complaint handling process has been completed or should have been completed.

## **2. RAISE AN INFORMAL ISSUE, CONCERN OR COMPLAINT**

The Code Arbiter is able to receive and respond to informal complaints or requests for assistance from suppliers in relation to Code matters.

Complaints or requests do not need to be put in writing. The Code Arbiter can be contacted at [codearbiter@wowgrocerycode.com.au](mailto:codearbiter@wowgrocerycode.com.au) or on 0499 885 090.

The Code Arbiter will talk to or meet with any supplier who wishes to informally and confidentially raise concerns, including to report inappropriate Code-related behaviour or conduct by Woolworths.

The Code Arbiter will keep confidential any information provided by a supplier, but can use this information (appropriately de-identified and aggregated) to conduct inquiries, request information from Woolworths and to provide Woolworths with feedback on problematic conduct or practices by Woolworths.

This expanded role will assist the Code Arbiter to proactively raise and resolve issues with Woolworths in a general way without identifying a particular supplier.

By raising matters informally with the Code Arbiter, suppliers can assist the Code Arbiter to identify systemic practices or processes adopted by Woolworths in relation to suppliers that may be unfair or unreasonable.

Where appropriate, the Code Arbiter can require Woolworths to change any practices or conduct which are not consistent with the spirit or letter of the Code, even where no formal complaint has been made.

This opportunity to raise matters informally with the Code Arbiter is in addition to, and not instead of the avenues already available to suppliers to raise issues directly with Woolworths' buying teams or Woolworths' senior management, or through the Woolworths Supplier Speak Up channel.