

Modern Slavery Statement

▶ FY 2022



VILLAGE ROADSHOW

This statement is made in accordance with the Australian Modern Slavery Act 2018 (Cth) (the **Act**). VRG HoldCo Pty Ltd ABN 16 642 854 313 (**VRG HoldCo**) is submitting this as a joint statement with its subsidiary entities listed in Appendix A (**Village, Village Group, we, us or our**) covering the activities undertaken during the financial year ending 30 June 2022 (**Reporting Period**).

SECTION 1

Introduction

Our approach to responding to modern slavery is informed by our values, our commitments and international business and human rights frameworks.

We are committed to a continuous improvement, risk-based approach to identify and reduce the risk of modern slavery practices in the Village Group's operations and across our supply chain. Village is not aware of any instances of modern slavery in its operations or supply chain. No whistleblower reports have been received relating to human rights or modern slavery.

This statement sets out the actions taken by us to identify and minimise the risk of modern slavery occurring in our operations and supply chain during the Reporting Period.

ABOUT US

Village commenced business in Melbourne, Australia in 1954 where it remains headquartered. Village owns a diversified portfolio of businesses including Theme Parks, Cinema Exhibition, Film Distribution and Marketing Solutions and has approximately 5,000 employees, predominantly based in Australia.



SECTION 2

Structure, Operations and Supply Chain

Village sources a range of goods and services from a significant number of suppliers across its different business operations. These include those set out in the table below.

KEY BUSINESSES	MAIN OPERATIONS	SUPPLY CHAIN
 <p>VILLAGE ROADSHOW</p>	<ul style="list-style-type: none"> Provides centralised finance, accounting, reporting, legal, IT, governance and treasury services to businesses within the Village Group 	<ul style="list-style-type: none"> Office consumables Technology (hardware, software) Professional services consultants; domestic and international
 <p>VILLAGE ROADSHOW THEME PARKS</p>	<ul style="list-style-type: none"> Operation of theme parks and attractions in Queensland and China Accommodation in Queensland Movie/television production studios 	<ul style="list-style-type: none"> Office consumables and promotional merchandise Technology (hardware, software) Uniforms and work attire Food and beverage products Accommodation requirements Hospitality and catering services Animal care related requirements Animal feed Supply of new rides Park and hotel maintenance requirements Call centre based in Queensland Facilities services/ waste management, cleaning and security Toys and general merchandise
 <p>VILLAGE CINEMAS</p>	<ul style="list-style-type: none"> Cinema operations Related food and beverage services Amusement parlour operations 	<ul style="list-style-type: none"> Food and beverage products Intellectual property Office consumables and promotional merchandise Technology (hardware, software) Uniforms and work attire Hospitality and catering services Supply of amusement machines Cinemas and amusement machine maintenance requirements Facilities services / waste management, cleaning and security
 <p>ROADSHOW</p>	<ul style="list-style-type: none"> Distribution of theatrical film product to cinemas Distribution of movie and television content to broadcasters and home entertainment platforms Production of film and television content Investing in original television and film content 	<ul style="list-style-type: none"> Office consumables and promotional merchandise Catering services on film and TV sets Technology (hardware, software) Intellectual property acquisition from studios, predominantly based in the US
 <p>MARKETING SOLUTIONS</p>	<ul style="list-style-type: none"> Consumer incentive programs 	<ul style="list-style-type: none"> Office consumables and promotional merchandise in the UK where the business is based Technology (hardware, software) Professional service providers; domestic and international

Material impact: COVID-19 during the reporting period

COVID-19 had a material impact on the Village Group during the Reporting Period. Many of our sites were closed or operating in a limited capacity under strict COVID-19 safe measures. For those parts of the business that were open for trade, such as the Theme Parks in Queensland, visitation was down due to no international and limited interstate travel.

The Government's imposed closures impacted the Village Group's employment arrangements, with significant numbers of employees being stood down or on reduced hours, limiting internal resources to continue to monitor supplier relationships. Despite this, we remained committed to tackling modern slavery, one of the most pressing challenges of our time, and focussed on higher risk categories.



SECTION 3

Risks of modern slavery practices in our operations and supply chains

Village is committed to reducing the risk of modern slavery and has adopted the Modern Slavery Framework developed by the Village Group to mitigate the risks. Our policy is available on the corporate website at www.villageroadshow.com.au. The Modern Slavery Framework has been in place since 2019 and provides the structure and guidance under which Village monitors risks of modern slavery practices in its operations and supply chain.

Village has used data and information collated and assessed in previous reporting periods to identify the areas where there might be a higher potential for use of modern slavery practices or where known modern slavery risks have been identified historically by other organisations and/or not-for-profit organisations.

Three main classifications have been established by Village where there may be a higher risk of modern slavery practices in its operations and supply chain.



Supply chain risk

Village takes a risk-based approach in assessing the modern slavery risks in its operations and supply chain. During the Reporting Period, Village focused on four key risk areas in our supply chain. Village has been able to identify risks where there has been touch points with one or more of the Modern Slavery Risk Classifications set out above. We have identified and focused on the following risk areas based on Village’s risk profile and the data collated from the risk assessments:



VILLAGE ROADSHOW

COCONUT OIL SUPPLY

The coconut oil supply category has been identified as a potential risk based on the historical reputation of the industry and geographical location, being Malaysia. The industry has been known to use unskilled migrant labour in geographical locations that are higher risk areas for human rights violations.

OFF-SHORE PROFESSIONAL SERVICES

The off-shore professional services category was identified as a medium-risk due to the geographical location of the services being provided in Philippines. The services are generally supplied by a high skilled worker however there is limited visibility in the working conditions and operations of the supplier and as this is a new supplier, we have taken a conservative view and included for this Reporting Period.

PACKAGING SUPPLY

The packaging supply category was identified as a high-risk based on the geographical location of supply, being China. This region is known to have challenges with its human rights compliance. The industry is also a known risk category based on the high volume, factory-based production of goods produced by potentially vulnerable workers.

CLEANING SERVICES

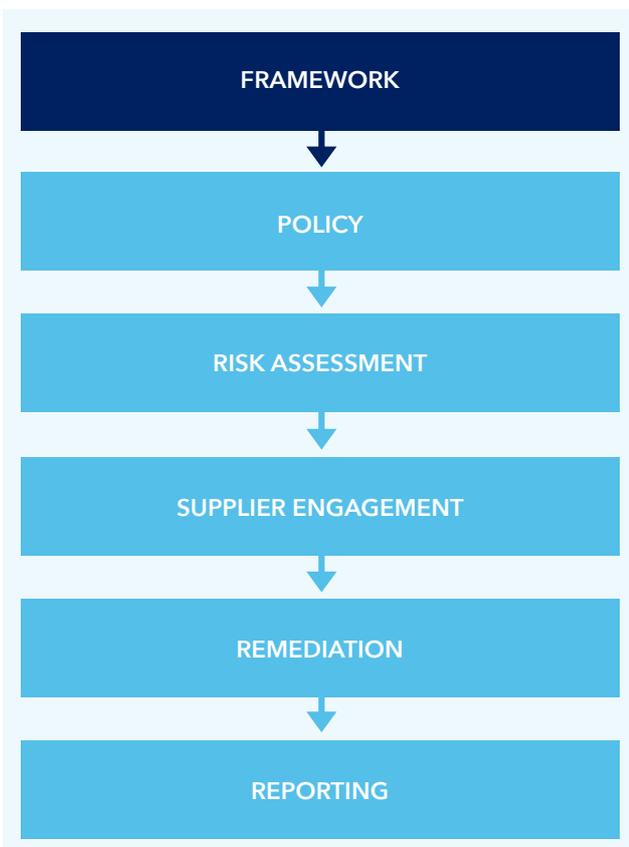
The cleaning services category was identified as a medium-risk due to the vulnerability of the employee population. The modern slavery risks are increased as the work is lower skilled and the workers are generally from lower socio economic standing. Migrant labour is a known risk factor in this category.

These are the supply chain risks investigated in FY22, however there is an appreciation that a greater suite of risks remain to be investigated.

SECTION 4

Actions taken by Village

Village is continuing to take actions to monitor and identify the potential for modern slavery risks in its operations and supply chains. Village’s Modern Slavery Framework and supporting structure scaffold the process and actions taken by the Village Group.



GOVERNANCE

Village has established the Modern Slavery Working Group (**Working Group**) made up of members from legal, compliance and procurement to manage the actions under the Modern Slavery Framework. The Working Group works with the businesses and suppliers to establish the plan and targets to identify risks. The Working Group also has the authority to monitor any remediation processes required.

The Working Group meets quarterly with the Modern Slavery Steering Committee and makes recommendations to the Modern Slavery Steering Committee, who adopt various recommendations and reports through to the Village Board for review and final sign off.

POLICIES AND TRAINING

Supplier Code of Conduct

The Village Code of Conduct sets the standard for how we expect Suppliers to work together with us in a safe, responsible and secure manner. It reinforces Village’s commitment to respect and uphold human rights and reject all forms of slavery and corruption. Employees of Village receive training in relation to their obligations as part of their mandatory induction and ongoing development.

Modern Slavery Policy

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Whistleblower Policy

In FY21, the Village Group updated its Whistleblower Policy to provide an appropriate mechanism for confidential reporting of grievances made by employees, contractors, suppliers and external third parties. During the Reporting Period Village provided face to face training to the executive level of the businesses together with a targeted online training module to managers and employees who engage and manage suppliers. The Whistleblower Policy and the grievance mechanisms were distributed to all employees across the Village Group during the Reporting Period.

Modern Slavery Training

Village reviewed the online training module developed and rolled out in FY20 and FY21. The module is currently being reviewed and adopted for an updated learning and development platform being adopted across the organisation.

The training materials introduce various modern slavery practices, outline the internal policies and processes of the Village Group, provided awareness of the modern slavery risks in the Village Group’s supply chains, and considerations and questions to ask when engaging suppliers.

RISK ASSESSMENTS

During the Reporting Period, Village focused on continuing the risk-based assessment of new suppliers, carrying out risk assessments during tender processes and any renewal of supplier arrangements.

The self-assessment questionnaire (**SAQ**) for suppliers was reviewed by the Working Group. A number of changes were made to the SAQ and incorporates questions addressing risks of modern slavery practices of suppliers and, where relevant, down to tier 2 of certain supplier's supply chains. The SAQ also addresses risks other than modern slavery risks relevant to the Village Group.

SUPPLIER ENGAGEMENT

Village focused on four key supply chain risks during the Reporting Period, as described in section 3 above. We worked closely with our suppliers in these supply chain risk areas based on the higher potential of risks in the categories.

The Working Group engaged the coconut oil and packaging supplier during the negotiation and contracting phase of the relationship. This enabled Village to understand any potential modern slavery risks in these high risk areas. The coconut oil supplier provided labour policy documentation provided to the supplier's employees which addressed the risks sections asked in the SAQ. In the packaging supply risk category, the supplier was able to provide independent third party audit reports and documentation to evidence ethical process compliance and ensure compliance with Village onboarding processes.

Village commenced communication with a supplier in the off-shore professional services category following the supplier onboarding process. Working conditions, living wages and rates of pay to off-shore employees carrying out the services had been discussed during negotiations and obligations had been included in the contracts. Village worked with the supplier to ensure completion of the SAQ, as well as having detailed discussions around the risks covered in the risk assessment.

Village has worked closely with its cleaning service providers over many years to ensure compliance relating to working conditions, hours and pay. The cleaning service providers have completed SAQs. Village has been able to maintain open and transparent communications with the suppliers to ensure risk compliance.

UPDATE TO CONTRACT TERMS AND CONDITIONS

Village conducted a review of its standard supply contracts and terms and conditions to assess the modern slavery risks and compliance gaps existing in contractual obligations committed to by suppliers. It was important during the contract review to address the level of risk of modern slavery practices in the supplier relationship. The documents also convey obligations and expectations to suppliers to ensure the supplier is aware and actively managing the risks in their own supply chains.

The Commonwealth's modern slavery model clauses were used as the starting position for the contract clause review and an adaptation of this standard modern slavery clause has been included in the relevant template supply agreements and rolled out to new suppliers and existing suppliers at the point of contract renewal.

UNITED NATIONS GLOBAL COMPACT NETWORK MEMBERSHIP

At the end of FY21 the Village Group became a member of the UN Global Compact Network Australia. The UN Global Compact Network provides a network of support, resources and best practice methodology. Village is committed to the UN Global Compact principles and broader development goals available through the UN Global Compact Network membership program.

We are committed to making the UN Global Compact and its principles part of the culture and day-to-day operations of our company, and to engaging in collaborative projects which advance the broader development goals of the United Nations.

SECTION 5

Effectiveness of the Village Group's actions

The Village Group is committed to mitigating modern slavery risks in its supply chain and to continually improve our processes and actions.

As previously reported, we continue to be held to account by publishing our Modern Slavery Policy and Modern Slavery Statements on the corporate website. Providing access to these documents makes the Village Group more accountable, raises awareness of the modern slavery risks and evidences our compliance under the Act to our customers and suppliers.

RISK ASSESSMENTS AND SUPPLIER ENGAGEMENT

The Village Group continues to review and analyse the risk-based assessments provided to suppliers. The introduction of the modern slavery clauses in the supplier agreements has opened communication lines with a number of suppliers, especially those in the higher risk categories. It assists in building and maintaining communications and relationships with suppliers and allows us to get a greater understanding of any potential risks in the supplier's supply chain.

GOVERNANCE

The structure and governance of the Village Group ensures Village is committed to continually improving its processes and effectiveness of identifying risks of modern slavery practices. The Modern Slavery Steering Committee consists of senior Village executives who monitor the progress and targets set by the Working Group to ensure appropriate oversight, engagement and continuous improvement. The Modern Slavery Statement is reviewed by the VRG HoldCo Board, elevating it to the highest level of governance in the organisation.

Looking ahead

The Village Group will continue to develop, analyse and assess its risk-based approach to managing modern slavery risks in its supply chain.

Village has commenced implementing its plans for the FY23 reporting period, which includes:

- Continued roll out of training modules to employees
- Review the due diligence processes undertaken when on boarding new suppliers
- Further integrate modern slavery considerations into procurement via the RFQ and RFI processes, e.g. for packaging RFQ.

Village recognises that it must continue to review and assess its framework, policies and structures to address modern slavery risks in its operations and supply chain.

SECTION 6

Village Group Consultation

All reporting entities are subsidiaries of VRG HoldCo and for FY22 all reporting entities operated under the same governance and reporting structure. The VRG HoldCo Board and the Modern Slavery Steering Committee have contributed to the adoption of the Modern Slavery Framework, drafting and review of this statement.

The Village Group adheres to the Act, the Modern Slavery Framework developed and adopted by each reporting entity and the governing resolution passed by VRG HoldCo.

Approval Of Joint Statement

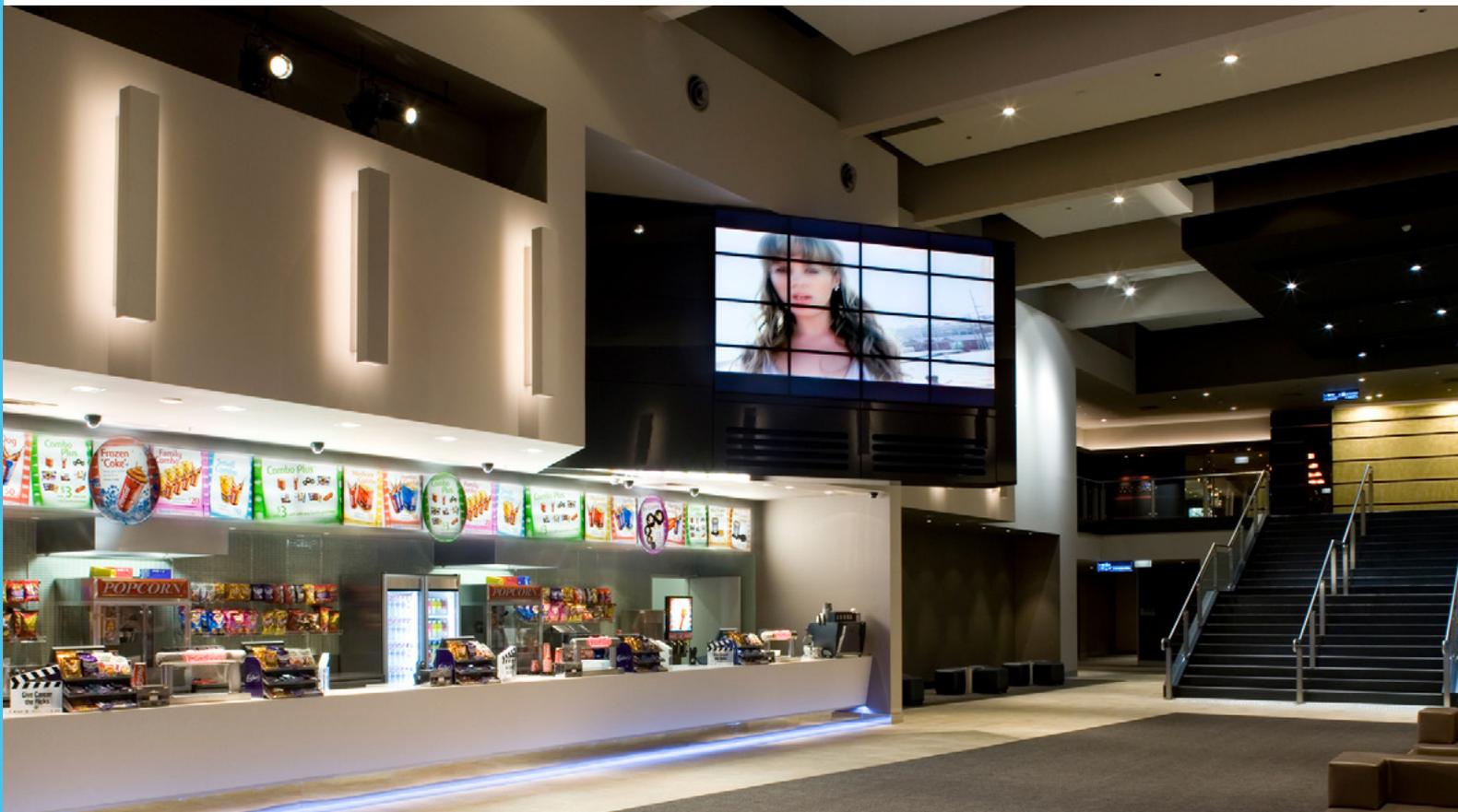
This joint statement has been approved by the Board of Directors of each reporting entity in accordance with section 14 of the Act.



Clark Kirby
CEO
Village Group



Robert Kirby
Executive Chairman
VRG HoldCo



Appendix A – VRG HoldCo Pty Ltd Entities

Details of Australian wholly owned subsidiaries which, together with VRG HoldCo, form the Village Group.

Entities marked with an asterisk (*) are reporting entities in accordance with section 5 of the Act.

ENTITY NAME	ABN/ACN
DEG Holdings Pty Ltd	90 003 124 221
Entertainment of the Future Pty Ltd	64 066 861 514
MyFun Pty Ltd	57 080 185 593
Positive Investments Pty Ltd *	73 004 743 426
Reel DVD Pty Ltd	93 113 324 815
Roadshow Distributors Pty Ltd *	58 004 885 189
Roadshow Films Pty Ltd	28 100 746 870
Roadshow Pay Movies Pty Ltd	77 083 817 734
Roadshow Productions Pty Ltd	49 139 341 861
Roadshow Television Pty Ltd	29 005 080 188
Roadshow Unit Trust	48 207 725 679
Sea World Foundation	46 653 322 493
Sea World Management Pty Ltd	16 006 841 470
Sea World Property Trust	91 446 761 107
Sincred Investments Pty Ltd	44 004 891 990
Village Cinemas Australia Pty Ltd *	36 006 735 002
Village Golf Holdings Pty Ltd	60 615 018 007
Village Online Investments Pty Ltd	39 083 817 574
Village Roadshow Australian Films Pty Ltd	57 100 491 834
Village Roadshow Corporation Pty Ltd *	89 004 318 610
Village Roadshow Digital Pty Ltd	31 158 241 073
Village Roadshow East Coast Pty Ltd	18 133 710 148
Village Roadshow Exhibition Pty Ltd	77 077 569 469
Village Roadshow Group Services Pty Ltd	71 074 733 994
Village Roadshow Holdings Pty Ltd	62 083 817 672
Village Roadshow Intensity Pty Ltd	96 065 260 255
Village Roadshow IP Pty Ltd	63 077 568 980
Village Roadshow Leisure Pty Ltd	63 061 400 824

ENTITY NAME	ABN/ACN
Village Roadshow Pictures International Pty Ltd	36 080 186 250
Village Roadshow Pictures Television Pty Ltd	89 069 490 071
Village Roadshow Pty Ltd *	43 010 672 054
Village Roadshow Share Plan Pty Ltd	073 667 688
Village Roadshow SPV 1 Pty Ltd	28 129 267 752
Village Roadshow Theatres Pty Ltd	20 006 199 659
Village Roadshow Theme Parks Pty Ltd *	60 010 919 623
Village Roadshow Treasury Pty Ltd	69 083 818 071
Village Roadshow UK Holdings Pty Ltd	23 074 733 725
Village Roadshow USA Holdings Pty Ltd	32 129 267 770
VR - Big Croc Pty Ltd	15 117 829 302
VR Corporate Services Pty Ltd	39 095 620 894
VR ESP Finance Pty Ltd	14 060 514 043
VR Leisure Holdings Pty Ltd	34 055 851 486
VRC Investment Co Pty Ltd	35 103 262 308
VRG A Pty Ltd *	68 642 859 023
VRG B Pty Ltd *	61 642 859 434
VRG BidCo Pty Ltd *	18 642 862 422
VRG MezzCo Pty Ltd *	70 642 861 014
VRPPL Pty Ltd	75 069 490 008
VRS Holdings Pty Ltd	45 010 662 343
VRTP Entertainment Pty Ltd	13 099 132 948
VRTP Services Pty Ltd	52 003 816 260
Warner Bros. Movie World Holdings Joint Venture	41 213 298 248
WB Properties Australia Pty Ltd	50 003 719 051
WSW Units Pty Ltd	82 056 225 015

Compliance with mandatory reporting criteria

MANDATORY CRITERIA	SECTION
1 Identify the Reporting Entity	Front Page
2 Describe the structure, operations and supply chains of the reporting entity	2
3 Describe the risks of modern slavery practices in the operations and supply chains of the reporting entity, and any entities that the reporting entity owns or controls	3
4 Describe the actions taken by the reporting entity and any entity it owns or controls, to access and address those risks, including due diligence and remediation processes	4
5 Describe how the reporting entity assess the effectiveness of its actions	5
6 Describe the process of consultation with any entities the reporting entity owns or controls and the consultation with the reporting entity	6
7 Other relevant information	2,4,5

