Joint Modern Slavery Statement

HG Holdco Pty Ltd

2024 Reporting Year

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1. Reporting Entity

This is the joint statement made by HG Holdco Pty Ltd on behalf of the reporting entities in the HOYTS Group (see appendix A for a full list of the entities covered by this statement) for the financial year ending 31 December 2024.

The HOYTS Group has a rich Australian history spanning over 110 years. Today, the HOYTS Group is a leader in entertainment and advertising across Australia and New Zealand. The HOYTS Group encompasses all of the entities owned and controlled by HG Holdco Pty Ltd (**the HOYTS Group**). This principally covers four key businesses:

- HOYTS Cinemas – largest single-brand movie exhibitor in Australia and New Zealand;
- Val Morgan Cinema – the leading provider of cinema advertising, spanning 400 locations across 2000 screens in metro, regional and country areas;
- Val Morgan Digital – a digital media publisher with a suite of thriving media brands;
- Val Morgan Outdoor – digital out-of-home advertising
- Funderdome, a social entertainment venue.

Caring is at the core of the HOYTS Group values. The HOYTS Group cares about its guests, and it cares about its people. The HOYTS Group also cares about those working within its supply chain who contribute to the prosperity of the HOYTS brand, and we want to make sure that they are cared for too. That is why the HOYTS Group is proud to be taking action to identify and minimise the risk of slavery-like practices in our supply chain as part of our compliance with the *Modern Slavery Act 2018* (Cth) (**the Act**).

2. The HOYTS Group Structure, Operations and Supply Chain

The HOYTS Group procures a diverse range of goods and services. For the purposes of this statement, our key operating entities and operations and the associated supply chains are as follows:

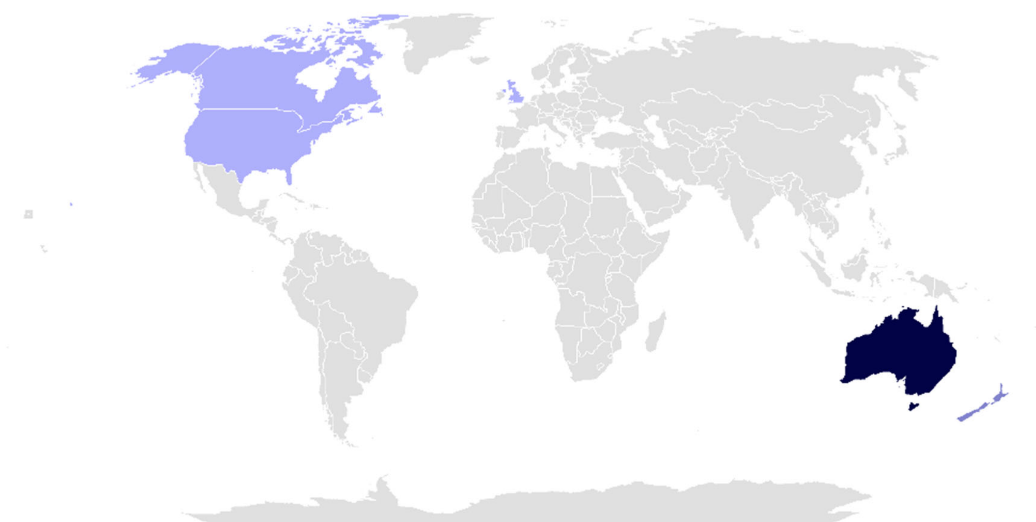
Business	Main Operation	Main Supplier Categories
HOYTS Cinemas Australia and New Zealand	▪ Exhibition of film content ▪ Sale of food & beverage products ▪ Sale of merchandise	▪ Film distributors ▪ Food & beverage suppliers ▪ Merchandise manufacturers ▪ Uniform suppliers ▪ Professional services & consultants ▪ Financial institutions & advisors ▪ Cinema landlords ▪ Facilities providers ▪ Technology (software, hardware, and cloud services) ▪ Travel, Transport & Hotels ▪ Construction contractors
Val Morgan Australia, New Zealand and the UAE	▪ Cinema advertising	▪ Advertising clients ▪ Technology (as above) ▪ Media agencies
Val Morgan Digital	▪ Digital Advertising (The Latch, Fandom, POPSUGAR, LADbible, Buzzfeed and Tasty)	▪ Advertising clients ▪ Technology (software, hardware, and cloud services) ▪ Media agencies
Val Morgan Outdoor	▪ Digital outdoor advertising in gyms, shopping centres, petrol stations and office towers	▪ Advertising clients ▪ Technology (as above) ▪ Media agencies ▪ Programmatic providers
Funderdome	▪ Social entertainment and interactive games ▪ Sale of food & beverage products ▪ Sale of merchandise	▪ Food & beverage suppliers ▪ Merchandise manufacturers ▪ Uniform suppliers ▪ Games suppliers ▪ Technology (as above) ▪ Facilities providers ▪ Construction contractors ▪ Design, concept & brand consultants

The HOYTS Group's suppliers are primarily located in Australia. However:

- Many HOYTS Group suppliers source components of their goods or services from overseas, including materials for furnishings, fittings, software. These items may also include projectors, sound equipment and IT servers.

- The HOYTS Group regularly sources travel and accommodation services from overseas for the purpose of business-related travel including attending conferences, training and conventions.
- Majority of Hoyts's suppliers (80%) are based in Australia
- Majority of suppliers (16%) are professional services companies.
- While Hoyts has suppliers from 5 countries that are spread across Australia, North America, Europe (Figure 1), the top 3 countries by number of suppliers are Australia, New Zealand and United States.

Figure 1: Global supplier distribution by count of suppliers



Australia	80%
14%	Professional Services
9%	Info Media & Telecomm
8%	Wholesale Trade
49%	Other Industries

New Zealand	20%
2%	Rental, Hiring & Real Est
2%	Info Media & Telecomm
2%	Professional Services
13%	Other Industries

United States	<1%
<1%	Professional Services
<1%	Info Media & Telecomm

Other	<1%
<1%	Info Media & Telecomm
<1%	Manufacturing

Note 1: Figure 1 and the table above are sourced from our 3rd Party Modern slavery monitoring platform.

3. Potential Risks in the HOYTS Group Supply Chain

The HOYTS Group employs over 3,000 people in Australia and New Zealand. The HOYTS Group draws upon a wide talent pool to form a workforce as diverse as the communities in which we operate.

Across all operations, the HOYTS Cinema, Funderdome and Val Morgan advertising businesses directly employ team members under casual and permanent employment arrangements which meet or exceed the applicable minimum wage in Australia and New Zealand respectively.

The HOYTS Group leverages several technology solutions to ensure that rostering, attendance, and payroll systems deliver accurate and timely payment of wages and entitlements to all employees.

The HOYTS Group recognises that its largest potential exposure to modern slavery is through international supply chains. We continued to focus on the following categories of new suppliers in the 2024 reporting year:

- Food, beverage, and merchandise packaging
- Cleaning services
- Information technology hardware
- Uniforms

The HOYTS Group has to date received excellent support from key suppliers, many of which are also commencing modern slavery reporting in Australia and other reporting jurisdictions. The high engagement from suppliers has given the HOYTS Group comfort that there is an ongoing dialogue with suppliers that will foster positive discussion should any risks be identified in the future.

4. Action taken to Mitigate Risks

The HOYTS Group has implemented a modern slavery compliance framework that involves a combination of awareness, education, engagement with stakeholders and ongoing review.

a. Modern Slavery Team established

A team has been established to lead the HOYTS Group modern slavery compliance project, which is responsible for developing and implementing a strategy for identifying and mitigating the risk of modern slavery in the HOYTS Group's supply chain.

b. Whistle-blower reporting service implemented

The HOYTS Group has implemented an independent whistle-blower reporting service which facilitates the reporting of misconduct by employees and suppliers with the option of doing so anonymously.

c. Modern Slavery commitment statement affirmed by CEO

The HOYTS Group CEO has signed a commitment statement explaining how compliance with the Act aligns with the HOYTS Group's values and provided an update on how the HOYTS Group was progressing with the implementation of modern slavery compliance processes.

d. Supplier due diligence

The Modern Slavery Team has tailored due diligence processes to focus on new suppliers of goods and services with an elevated level of risk based on their industry and location of operations. As part of our continued plan to improve our due diligence the Modern Slavery Committee engaged with a 3rd party namely Purpose Bureau during 2024 to enhance our review of our current supplier base and to track out exposure from year to year.

The reports produced by Purpose Bureau are based off the Hoyts Group supplier spend data and categorised against several factors which produce a Modern Slavery Ranking. These factors include:

1) **Global Slavery Exposure:** A business's global slavery profile represents its theoretical exposure to modern slavery, derived from its corporate group industry and location information, along with its projected supply chain.

2) **Labour & Human Rights Action:** A Labour & Human Rights Action Rating is a measure of the actions a business is taking to mitigate their human rights impact across five categories: high risk registers, workplace compliance, workplace profile, workplace accountability and supplier accountability.

3) **Modern Slavey Risk:** A company's Global Slavery Exposure Rating and Labour & Human Rights Action Rating inform Purpose Bureau's Modern Slavery Risk Rating, an assessment of the risk that a business poses to ethical labour and human rights.

Table 1: Modern Slavery Risk Rating Overview

Risk Rating	# Suppliers	% Suppliers	% Expenditure
High Risk	1	0.1%	0.0%
Medium Risk	396	32.7%	10.6%
Low Risk	545	45.0%	24.6%
Very Low Risk	268	22.1%	64.8%
Total	1,210	100.0%	100.0%

Note 1: Table 1 above is sourced from our 3rd Party Modern slavery monitoring platform.

The 2024 review only identified a single high-risk supplier in NZ namely Waste Management NZ Limited and while the spend in 2024 was only $622.18 we are reaching out to discuss why they have been flagged as high risk and discuss next steps.

e. Contract clauses

A modern slavery compliance obligation clause is included as a proposed term in most new supplier commercial contracts and renewals of existing contracts, requiring suppliers to agree to comply with the Act and promptly inform us of any modern slavery within the supplier's supply chain and the proposed remediation strategy.
An example of our standard modern slavery compliance clause is below:

[insert Non-HG supplier of goods or services] agrees to:

1. comply with the *Modern Slavery Act 2018 (Cth)* to the extent it applies to the [non HOYTS/VM entity];

i. *promptly provide [HOYTS/VM entity] with such information as [HOYTS/VM entity] deems reasonably necessary for the purpose of assisting [HOYTS/VM entity] to comply with its obligations under the Modern Slavery Act 2018 (Cth) as a supplier within [HOYTS/VM entity]'s supply chain; and*

ii. *promptly inform [HOYTS/VM entity] of any modern slavery identified within [Non-HG party]'s supply chain and* the proposed remediation strategy.

f. This Employee education

In 2023, we updated our employee Code of Conduct to include a new section on modern slavery and also created a new educational resource dedicated to modern slavery on our internal communications page. The resource helps our employees understand:

- what is modern slavery;
- the forms of modern slavery;
- who modern slavery affects and where it is found;
- The HOYTS Group's modern slavery initiatives; and
- how to make a report of modern slavery.

5. Measuring effectiveness

The HOYTS Group is committed to ongoing assessment, in which we continuously improve our approach and management of modern slavery risks. During the 2024 reporting year, the HOYTS Group continued to expand on existing processes:

- We have a modern slavery committee made up of employees from Finance, Legal and the Sustainability committee.
- Purpose Bureau provides a quarterly update on the current suppliers which is presented and discussed with the Modern Slavery Committee.
- Modern slavery risks are addressed as a key agenda point in our quarterly senior management risk meetings.
- The Climate reporting committee meet monthly to report on the various steps taken by the respective parts of the business to implement the Group's sustainability strategy and related policies, including modern slavery and to discuss further actions to be explored and potentially implemented.

6. Consultation Process

Consultation between the entities within the reporting entity can be achieved because the HOYTS Group CEO, Damian Keogh, is a common director of the reporting entity and all subsidiaries and controlled entities of HG Holdco Pty Ltd.

7. Future Roadmap

Continuous improvement is a critical part of the HOYTS Group's risk management framework moving forward. With that in mind, the Group has a Modern Slavery risk management roadmap to enhance its risk management activities in this area. Activities planned for future years include:

i. With the help of Purpose Bureau our 3rd Party platform provider who are an environmental, social and governance (ESG) data bureau founded in 2021 who help organisations understand the climate impact and ESG risk of their supply chain.

ii. The intention of the platform is to:
    a. Streamline the review process to have the Modern Slavery Team focus on high-risk suppliers e.g. Tier 1 (high value) international suppliers to identify modern slavery risk and consider appropriate actions in response;
    b. Assist us to address modern slavery risk using the data collected;
    c. Help us track and report progress in line with the Act;
    d. Assist us to continue to build strong, long-term relationships with key suppliers, through reducing repetitive completion of online forms; and
    e. Provide deeper insights into the procurement of new suppliers.

CEO Statement

This statement is jointly submitted on behalf of the reporting entities in the HOYTS Group, outlining the steps taken during FY24, in compliance with section 14 the Act. In preparing this Modern Slavery Statement, consultation was undertaken with representatives from HOYTS Group Finance, Head of Operational Divisions, Legal, Procurement, Sustainability and Risk functions who have oversight of the reporting entities and their controlled entities. The board of directors of HG Holdco Pty Ltd has approved this statement.

Damian Keogh AM
President & CEO - the HOYTS Group
Director - HG Holdco Pty Ltd

8. Appendix

HG Holdco Pty Ltd ACN 603 089 907 owned and controlled entities (collectively, **the HOYTS Group**):

- HG Bidco Pty Ltd ACN 603 089 907
- Val Morgan Retail Media Holdings Pty Ltd ACN 133 449 073
- Val Morgan Retail Media Pty Ltd ACN 086 439 054
- Val Morgan Petro Media Pty Limited ACN 160 285 325
- VMO Active Pty Ltd ACN 099 809 337
- Innov8 Media Pty Ltd ACN 128 253 029
- Aupikco Pty Limited ACN 128 698 322
- Auholdco4 Pty Limited ACN 128 712 265
- Hoyts Corporation Holdings (N.Z.) Limited NZCN 363873
- Auholdco1 Pty Limited ACN 128 698 224
- HCH Bidco (NZ) Limited NZCN 1987157
- Aufinco Pty Limited ACN 127 647 376
- Hoyts Digital Cinemas (NZ) Limited NZCN 2495989
- Hoyts Cinemas (N.Z.) Limited NZCN 521631
- Hoyts Multi-plex Cinemas Pty Ltd ACN 006 564 585
- Media Entertainment Group (New Zealand) Limited NZCN 616921
- Val Morgan Cinema Advertising (NZ) Limited NZCN 499832
- Administration & Developments Limited NZCN 363875
- Aubidco1 Pty Limited ACN 127 647 349
- The Hoyts Corporation Pty. Limited ACN 006 082 551
- Hoyts Pty. Ltd. ACN 006 527 359
- Hoyts Investments Holdings Pty Limited ACN 112 095 119
- Hoyts Consolidated Pty Ltd. ACN 006 766 874
- The Hoyts Trading Trust ABN 29 988 911 859
- Auholdco5 Pty Limited ACN 139 677 017
- Hoyts ShowBusiness Cinema Advertising Pty Ltd ACN 107 780 129
- Australian Multiplex Cinemas Pty Ltd ACN 059 968 599
- Social Entertainment Pty Limited ACN 062 671 649
- Aubidco2 Pty Limited ACN 128 712 274
- Casper Holdings Pty Ltd ACN 069 772 854
- Salisbury Cinemas Pty Ltd ACN 080 270 640
- Hoyts On-Line Pty Ltd ACN 062 671 489
- Hoyts Digital Cinemas Pty Limited ACN 143 785 755
- Hoyts Stream Pty Limited ACN 163 310 192
- Hoyts 8 Chatswood Pty Ltd ACN 052 863 591
- Cineads Australia Pty Ltd ACN 104 829 781
- Auholdco2 Pty Limited ACN 128 698 297
- Hoyts Screen Advertising Pty Ltd ACN 106 461 572
- Hoyts Theatres Holdings Pty Ltd ACN 006 758 318
- Hoyts Films Pty Ltd ACN 075 580 200
- Auholdco3 Pty Limited ACN 128 698 313
- Val Morgan Holdings Pty Ltd ACN 102 805 756
- Aubidco3 Pty Limited ACN 128 712 283
- Media Entertainment Group Pty. Limited ACN 007 290 539
- Croydon 4 Pty. Limited ACN 071 018 043
- Val Morgan & Co. (Aust.) Pty Ltd ACN 004 806 857
- Independent Cinema Advertising Pty Limited ACN 060 535 882
- The Trustee for the Hoyts 8 Chatswood Unit Trust ABN 70 022 484 330

Controlled Entities	**Ownership**	**Country of Operation**	**Industry**
Digipix Pty Ltd	50%	Australia	Cinema advertising
Ace Hoyts MG Partnership Pty Ltd	50%	Australia	Cinema Screens
Motivate Val Morgan Cinema Advertising FZ-LLC	74%	United Arab Emirates	Cinema advertising