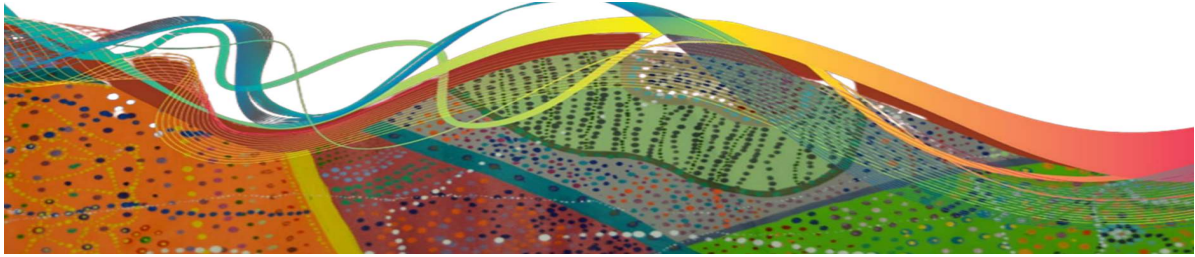




Panther Topco Pty Ltd - 2022 Modern Slavery Statement

Panther Topco Pty Ltd (ACN: 626 390 136)

1 July 2021 – 30 June 2022



Acknowledgement of Country

Junior Adventures Group acknowledges the Traditional Owners and Custodians of Country throughout Australia and extends this acknowledgement and respect to First peoples in all countries in which we operate. We recognise their continuing connection to lands, waters and communities and we pay our respect to them, their cultures and to Elders past, present and future.

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Our commitment

Junior Adventures Group is committed to doing business responsibly and ethically, and that has been the basis for the company's culture championed by all our people.

JAG remains dedicated to strengthening our understanding of potential modern slavery risks within our operations and supply chains and acting to reduce such risks.

We acknowledge that modern slavery is a significant global human rights issue, and we are committed to identifying and preventing occurrences of modern slavery in all its forms. As a leading OSHC provider, JAG also acknowledges its responsibility to raise awareness among staff and external suppliers about the risk modern slavery presents.

The reporting entity

This Statement is made by Panther Topco Pty Ltd (ACN 626 390 136).

References to 'JAG', 'our' and 'we' in this Statement are references to Panther Topco Pty Ltd. This Statement also describes practices that are common to JAG's other majority-owned and/or controlled subsidiaries, which are collectively referred to as the Junior Adventures Group ('the **Group**'). References to the Group include Panther Topco Pty Ltd.

This Modern Slavery Statement ('the **Statement**') is made pursuant to the Australian *Modern Slavery Act 2018* (Cth) ('the **Act**'), which covers our financial year ended 30 June 2022 ('the **Reporting Period**'). It details our approach to managing modern slavery risk in our operations and supply chain and summarises our progress to-date.

The Statement has been approved by the Board of Panther Topco Pty Ltd.

1.0 Our Corporate Structure

Panther Topco Pty Ltd is the ultimate holding company of several operating entities belonging to what is known as the Junior Adventures Group ('the **Group**'). JAG is an Australian company and headquartered in Melbourne, Australia. JAG has subsidiaries in Australia (**JAG Australia**), the UK and New Zealand.

The Panther Topco Pty Ltd Board is the principal governance and oversight body of the Group, including all wholly owned and majority owned operating entities in Australia and overseas. The Board is accountable for ensuring that the Group appropriately manages all risks, including those related to modern slavery.

A list of JAG's subsidiaries is set out in Appendix 1.



2.0 Our Operations and Supply Chain

Given the risk assessments we have undertaken, and the nature of our operations and supply chains, we consider that the risk of modern slavery in our supply chain is low. However, JAG regularly analyses how we can improve on our actions and develop responses to changing circumstances.

2.1 Operations

The Key principle operational activities of the Junior Adventures Group are the provision of quality, bespoke Before, After School and Holiday Programs to 1,000+ schools worldwide where JAG employs approximately 5,000 people across Australia, the UK and New Zealand.



Our primary operations are complemented by a range of support functions such as Marketing, Finance, Customer Service, People, Culture & Performance and others.

Our brands OSHClub, Helping Hands Network, Primary OSHCare, sKids, Sherpa Kids, Energy Kidz and Fit for Sport are leading the sector in quality and safety, fostering an environment in which the children within our care continue to learn and have fun. We believe in the importance of learning through play, and that we can influence the development of every child in our care.

2.2 Supply Chain

For the purposes of this statement, "supply chain" refers to all of our direct procurement activities of goods and services. Our focus has been on our direct (Tier 1) suppliers. We have no direct engagements with Tier 2 suppliers who are the suppliers of our suppliers.

Some of our direct procurement includes Recruitment (labour hire), Consumable supplies (Food & Beverages), Facilities (offices we lease, school premises we conduct our services); Information Technology (computers, and other IT equipment's & infrastructure), Apparel (Uniforms), Office and Educational Supplies (stationary, furniture, learning resources, games), Professional Services (corporate/legal consulting, Marketing, auditing), Travel, and Utilities (power, water).

Junior Adventures Groups' suppliers are all predominantly based locally (in the countries in which we operate). Our major categories of suppliers are as follows:

- Consumables (Food & Beverages)
- Labour Hire
- IT



- Office Supplies
- Educational supplies (Learning resources/Educational Toys etc)

We do not procure directly from offshore vendors, and we undertake checks with our onshore vendors, as detailed below, for the purposes of understanding whether they have proper controls in place to identify and mitigate modern slavery related risks.

3.0 Risks of Modern Slavery in our Operations and Supply Chain

Junior Adventures Group considers the risk of Modern Slavery in its supply chain to be low given the nature of our business and the products and services that we provide/procure which undergo rigorous industry standards, rules & regulations.

3.1 Operations and People

One of the key operational risks for Junior Adventures Group relates to recruitment practices for both Permanent and temporary staff. Junior Adventures Group works to ensure all recruitment activities actively minimise risks for all of our staff, in relation to servitude, forced labour, debt bondage and in their search for employment. We have developed rigorous policies, processes, and we closely monitor to identify and minimise such risks.

The majority of the Junior Adventures Group team members are employed directly. This means that we have direct visibility of employment terms and conditions, which are set out in employment contracts that are regulated by industry standards.

We consider that the risk of Modern Slavery in our direct team is low given the regions we work in, the human resources and payroll controls we have in place (such as strong policies, team member trainings, accessible to grievance mechanisms) and the transparency we have over our operations.

For our Temporary & Casual staffing, we engage with preferred labour hire agencies that meet industry regulations in the countries in which they operate.

Junior Adventures Group has robust recruitment processes which includes right to work and qualification checks, reference checks, working with employer checks & checks to ensure all employees are above the legal minimum working age, in line with relevant employment legislations in the countries in which we operate.

3.2 Supply Chain Risks

Considering the type of goods and services Junior Adventures Group procures, and the geographical location of our supplier base, we expect very minimal forms of Modern Slavery to exist within the Groups' supply chain.

We have used the following indicators to identify and assess potential supplier risks:

- sector and industry risk;
- geographic risk; and
- product and services risk (including outsourcing arrangements)

Our suppliers were categorised as low, medium or high risk based on the above assessment.



During the relevant reporting period, we have identified the below categories for potential risks of modern slavery practices in its supply chains:

- Cleaning services;
- Human resource & employment services;
- Technology [IT hardware]; and
- Office supplies.

However, we do recognize that some of our suppliers have their own complex and diverse supply chains for manufactured goods and raw materials that can expand beyond the borders in which we operate, and this expanded supply chain is a potential high-risk area for Modern Slavery.

Our approach to mitigating these risks is through creating awareness and establishing influence through supply chain risk analysis, contractual terms, onboarding and training.

4.0 Actions taken to address Modern Slavery Risks

Junior Adventures Group recognises our responsibilities to act to prevent and mitigate Modern Slavery in our operations and in our supply chains. We work collaboratively with our suppliers to address the risks of modern slavery across our supply chains.

4.1 People

Junior Adventures Group is compliant with local labour laws and regulations. We do not impose any penalties or other negative consequences on employees wishing to cease employment with JAG. Employees are free to leave their jobs without restrictions or fear of consequences.

We have robust policies and procedures in place to ensure a safe, impartial and supportive working environment for our staff. Some of these are:

- Whistleblower policy
- Employee code of conduct
- Equality and Diversity policy
- Grievance Procedure

JAG engages internal Human Resources business partners to facilitate engagement with our employees.

Key actions that were undertaken during the reporting period to address the risk of modern slavery include:

- Staff training & engagements in key areas including but not limited to: Code of Conduct, Equality & Diversity Policy
- Review of compliance with our recruitment and screening policy which includes multiple reference checks, right to work, working with children's check and criminal history checks.
- Adhering to the award requirements for remuneration of our people; and



- Communicating our Whistleblower policy and Grievance procedure to our employees

These policies and procedures are made available on our intranet for employees.

4.2 Supply Chain

Junior Adventures Group has both short-term and long-term strategic engagements with suppliers. Certain purchases (eg: Uniforms) follow a tendering process where suppliers must provide information regarding environmental and social responsibilities such as mention of Modern Slavery within the supplier and its supply chain, compliance to rules and regulations in the jurisdictions in which they operate, compliance to ethical sourcing and environmental responsibilities, compliance with the Modern Slavery Act, and actions taken to address any Modern Slavery risks.

New suppliers onboarded to JAG are required to agree to JAG's Modern Slavery contractual terms, complete JAG's Modern Slavery due diligence questionnaire & requirements.

Some of the key actions that were undertaken during the reporting period to address the risk of modern slavery within our supply chain include but not limited to:

- Inclusion of robust set of standard Modern Slavery related terms within our contracts to ensure our suppliers are aware of modern slavery risks.
- Rollout of Modern Slavery due diligence questionnaire.

5.0 Assessing the effectiveness of actions taken to address modern slavery risks

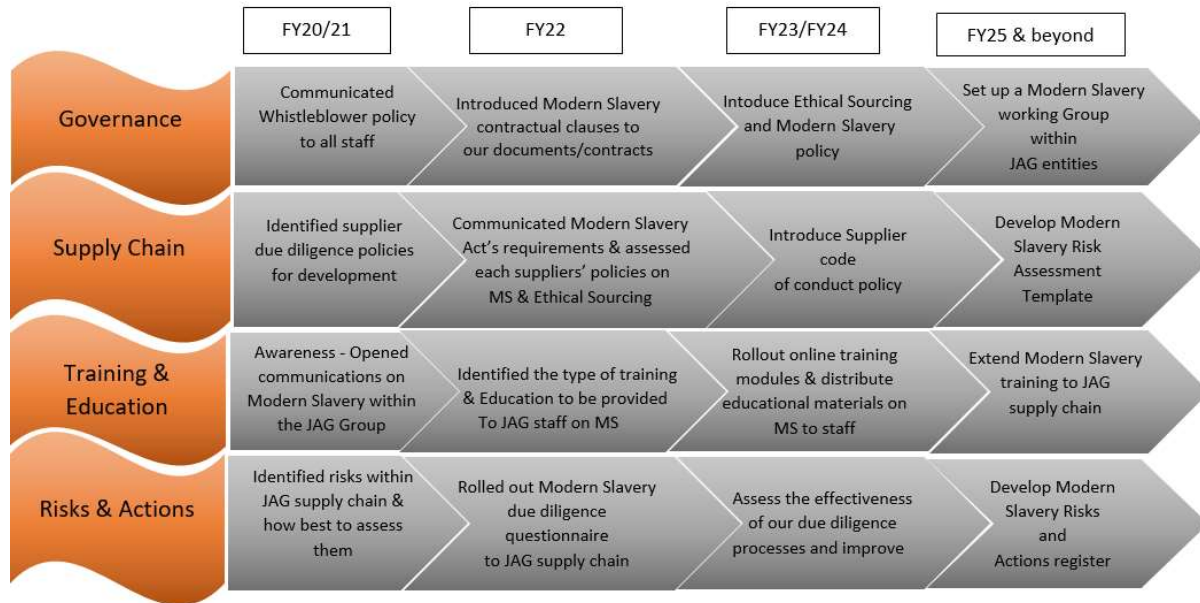
As part of our commitment to managing the risk of modern slavery, JAG assessed the effectiveness of actions being taken to modern slavery risks. In 2022, we:

- Engaged with our major suppliers on their policies and processes related to Modern Slavery and Ethical Sourcing.
- We have updated and communicated our Whistleblower policy and Grievance Procedures to all employees.
- We have sent Modern Slavery due diligence questionnaire to our Major suppliers and have assessed their responses related to their actions/policies & processes on modern slavery within their organisation and their supply chain.



6.0 Our Road Map

We recognise that improving our Modern Slavery performance will take time but we are committed to learn and improve our processes to mitigate Modern Slavery within our organisation and within our supply chain. Our Modern Slavery Road Map sets out Junior Adventures Group’s plan for the next two years developing from the foundation built over the previous years.



7.0 Consultation

Panther Topco Pty Ltd consulted with each of the entities it owns or controls in preparing this statement. Key members of the executive team and the procurement team were consulted for comment prior to the statement being put to the Board of Panther Topco Pty Ltd for review and approval.

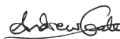
Sign off

This Statement was approved by the Panther Topco Pty Ltd Board of Directors on 20/12/2022.



Marcus Darville

Director



Andrew Gale

Director

Junior Adventures Group



Appendix:

JAG Australia:

- OSHClub Pty Ltd (ACN135 003 520): Operates Outside of School Hours Care (OSHC) services in Australia
- Primary OSHCare Pty Ltd (ACN 108 614 080): Operates OSHC services in Australia
- Sherpa Kids International Pty Ltd (ACN 160 539 551): International franchisor of the SKIDS and Sherpa Kids brands
- Helping Hands Network Pty Ltd (ACN 134 154 162): Operates OSHC services in Australia
- Reliance HR Solutions Pty Ltd (ACN 154 205 160): Provides labour services in Australia as well as acting as the corporate services entity in Australia
- Young Minds Connect Pty Ltd (ACN 165 742 558): Provides incursion/excursion services in Australia
- Sofus Holdings Pty Ltd (ACN 168 832 933): Licences IP in Australia

JAG UK:

- Sherpa Kids England Ltd (CN: 11705893): Operates and Franchises OSHC services in the United Kingdom
- Junior Adventures Group UK (CN: 07054337): Operates OSHC services in the United Kingdom
- Fit for Sport Ltd (CN: 03648410): Operates OSHC services in the United Kingdom

JAG NZ:

- Skids Programme Management Ltd (NZIC: 1804662): Operates OSHC services in New Zealand
- Safe Kids in Daily Supervision Ltd (NZIC: 2442969): Master Franchisor of OSHC services in New Zealand

