

Modern Slavery Statement

► FY 2023



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 2023 (**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.

Introduction

This statement sets out our commitment to preventing and responding to modern slavery risks. Our approach is informed by our values, our commitments and the United Nations Guiding Principles on Business and Human Rights.

Village is committed to respecting human rights and mitigating modern slavery risks in our business operations or supply chains. We recognize our responsibility to prevent, identify, and address modern slavery risks and are dedicated to making continuous improvements in this area.

We are committed to a risk-based approach to identify and reduce the risk of modern slavery practices in the Village Group's operations and across our supply chain.

During the Reporting Period:

- Village is not aware of any instances of modern slavery in its operations or supply chain; and
- no whistleblower reports have been received relating to human rights or modern slavery matters.

This Modern Slavery 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.

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
VILLAGE ROADSHOW	<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
VILLAGE ROADSHOW THEME PARKS	<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
VILLAGE CINEMAS	<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 Toys and general merchandise
ROADSHOW FILMS	<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
MARKETING SOLUTIONS	<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

3 Risks Of Modern Slavery Practices In Our Operations And Supply Chain

In this Reporting Period, Village has continued to assess and review the modern slavery risks by reviewing the impact of operational and supply chain changes from previous reporting periods. The two preceding periods were impacted by COVID-19. The review focused on our assessment of Tier 1 suppliers and the review identified modern slavery risk classifications similar to the those identified in the previous reporting periods.

Modern Slavery Risk Classification

Village has a varied and extensive supply chain and the assessment focused on Tier 1 suppliers. Village Tier 1 suppliers are the suppliers who Village maintained a direct supplier relationship with during the Reporting Period. The assessment process has been designed to identify modern slavery risks which contribute to adverse human rights impacts.

Village continues to consider the following Modern Slavery Risk Classifications as the most significant areas of risk that potentially contributes to modern slavery risks in its supply chain and operations:

- **Geography** – the location where products are sourced or produced.
- **High-risk industries or sectors** – known risk associated with certain sectors.
- **Known risks** – previous incidents or reports related to modern slavery.

Supply Chain and Operational Risks

The Modern Slavery Risk Classifications continue to be applied to identify and assess actual or potential human rights impacts. Village overlaid the Modern Slavery Risk Classifications to its Tier 1 suppliers and identified 5 main areas to further investigate during this Reporting Period.

- Offshore Professional Services
- Retail and Merchandise Suppliers
- Cleaning Suppliers
- Labour Hire Businesses
- Workforce

Offshore Professional Services

Village identified Offshore Professional Services as a medium modern slavery risk due to its geographical location and the potential breaches of human rights associated with the sector.

Offshore professional service providers have a historical linkage to non-compliance with ethical labour practices. Suppliers in this category have been known to engage low-wage, offshore workers who may be vulnerable to exploitation and forced labour.

Village has engaged an offshore supplier to provide accounts payable and receivable functions for the business. The supplier is based in the Philippines.

Retail and Merchandise Suppliers

Retail and merchandise suppliers have been identified as a high risk category based on meeting all Modern Slavery Risk Classifications. Village has a vast range of retail and merchandise products in the majority of its Key Businesses.

Village procures products such as plush toys, apparel, giftware, stationery and homewares from this category of suppliers. Many of our suppliers involved in the production of merchandise and retail products have complex supply chains and there have been instances of forced labour, child labour, or exploitative working conditions in the supply chains of this category.

Village has focused on improving its processes and supplier engagement with our retail and merchandise suppliers due to the higher risks of potential human rights contraventions in this category.

Cleaning Services

Cleaning services were again assessed as a medium risk category within Village's modern slavery risk assessment. Cleaning suppliers often subcontract services and rely on low-skilled, migrant labour, making workers susceptible to exploitation and poor labour practices.

Village engages third party cleaning providers across its businesses. Village continues to engage with its cleaning suppliers to mitigate any possible modern slavery risk related to the workers in this sector.

Labour Hire

The labour hire category has been included in the FY23 Modern Slavery Statement due to the increase of suppliers in this category during the Reporting Period. Labour hire has been assessed by Village as a medium risk for potential modern slavery risk.

Suppliers in this sector have been known to participate in deceptive recruitment practices, charge workers excessive fees to find work and not remunerate workers appropriately.

Village limits the use of labour hire arrangements. However, due to the labour shortages in the employment market in Australia, specifically during the Reporting Period, there has been an increase in the number of labour hire suppliers used by the Company.

Workforce

Village employs over 5,000 employees Australia wide and in the United Kingdom, across its varied Key Businesses. The Key Businesses directly employ team members governed by common law contracts, Modern Awards and Enterprise Agreements, under casual and permanent employment arrangements. These employment arrangements are monitored and reviewed regularly to ensure compliance with employment laws and to ensure our workforce is representative of our community.

The majority of our workforce is situated in Australia and directly managed by Village. We consider this to be a low risk category due to the labour conditions and the direct oversight maintained by us.

4 Actions Taken By Village

Village remains committed to continuous improvement and reducing the risk of modern slavery. The Village Board has adopted the Modern Slavery Framework developed by the Village Group to address, prevent, mitigate and where appropriate, remediate modern slavery 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.



Governance

Village has a clear modern slavery governance structure in place. A Modern Slavery Working Group (**Working Group**) made up of members from legal, company secretarial and procurement manage the actions under the Modern Slavery Framework. The Working Group develops and implements the modern slavery strategy to address, prevent, mitigate and, where appropriate, make recommendations to remediate any modern slavery risks. The Working Group works with the businesses to ensure policy compliance, process optimisation and to escalate any non-compliance identified.

The Working Group manages modern slavery risk and due diligence activities and is in direct consultation with the Key Businesses to ensure the businesses maintain responsibility for operational accountability of modern slavery risk. In this Reporting Period, each of Village’s Key Businesses added a standing agenda item to its risk committee meetings so that modern slavery risks, strategies and updates can be tabled.

The Working Group reports and makes recommendations to the Modern Slavery Steering Committee. The Modern Slavery Steering Committee membership consists of three members of the Executive Leadership team who are responsible for overseeing the progress of the Working Group. The Steering Committee update and report to the Group Risk Committee, and a representative provides an update to the Board to ensure final sign off on the Modern Slavery strategy and statement.



Policies

Village has a strong commitment to corporate governance to conduct our business in an ethical manner. Village maintains key policies to support and strengthen our commitment to address modern slavery risks. The Group wide policies have been approved by the Board, in addition to our primary policies. This includes:

Supplier Code of Conduct: The Village Supplier Code of Conduct sets the standard of 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.

Modern Slavery Policy: The Modern Slavery Policy communicates the requirements and expectations of its suppliers regarding modern slavery. The Policy also sets out the actions undertaken by Village to reduce the risk of modern slavery in its supply chain.

Whistleblower Policy: The Whistleblower Policy provides an appropriate mechanism for confidential reporting of grievances made by stakeholders, including employees, contractors, suppliers and external third parties.

Procurement Policy: The Procurement Policy sets the standards and processes Village is to follow to procure goods and services from suppliers and promotes the compliance with ethical procurement standards.

Fraud, Bribery and Corruption Control Policy: The Fraud, Bribery and Corruption Control policy communicates the standards applicable to conduct business in an honest and ethical manner.

Recruitment Policy: The Recruitment Policy governs the hiring process of employees to comply with Company values, and the highest ethical and professional standards.

Training

During the Reporting Period Village updated its modern slavery training module. The module defines human rights violations, identifies modern slavery risk indicators and provides direction to employees of when and where to escalate and report risks as they arise.

The Executive Leadership team and employees who manage and engage suppliers were required to complete the modern slavery training module. The purpose of the training was to refresh and upskill our workforce, increase awareness of the risks in our supply chain and operations.

Due Diligence

As has been the process for past reporting periods, Village has continued to take a risk-based approach to assess modern slavery risks in its operations and supply chain.

During the Reporting Period, Village continued with the risk-based assessment process developed under the Modern Slavery Framework. The process consists of issuing suppliers, who meet one of the Modern Slavery Risk Classifications, with a self-assessment questionnaire (**SAQ**) and a Supplier Code of Conduct.

The SAQ asks suppliers to complete several questions relating to practice, risks and mitigation approaches in its supply chain. The SAQ also addresses risks other than modern slavery risks relevant to the Village Group.

Suppliers are issued SAQs to address potential risks from the outset. We engage with suppliers to learn more about the risks in that supply relationship where any potential issues are identified in the SAQ. Suppliers are asked further questions to identify any concerns and establish if a risk exists.

Village focused on issuing SAQs to:

- new suppliers who fell into one of the Modern Slavery Risk Classifications;
- during tender processes; and
- during any renewal of supplier arrangements for high risk suppliers.

CASE STUDY 1

Offshore Professional Services – Onsite Audit

Off-shore Professional Services were identified as an area of medium risk last reporting period based on the analysis of factors that impact vulnerability of workers to ensure they have appropriate work rights, freedom to leave work and an acceptable working environment.

Village outsources its account payable and receivable functions to an Offshore Professional Services provider. Following the assessment in last reporting period's modern slavery process, Village undertook to engage and work more closely with its supplier to monitor operations to reduce possible risks of modern slavery practices. We have maintained an open dialogue with the supplier and have had the opportunity to provide education on many operational risks including modern slavery.

Village conducted a site visit and audit of the Supplier's offices in Manila, the Philippines. The audit included in person site visits over three days, employee interviews and assessment of the working environment against a set criterion.

The Supplier permitted the auditor full and free access to the premises, with special permission to collect photographic evidence and have unfettered access to the operations of the business.

The Supplier also provided direct access to the workforce. The employee interviews provided valuable insight into the wellbeing of employees and provided a forum to express any concerns or comments the employees had relating to their employment and conditions. The employees were asked questions about working conditions, treatment by management, remuneration and the accessibility to that remuneration. An isolated incident regarding overtime pay was identified during the employee interviews. This was rectified and justified by the Supplier and the auditor was satisfied with the justification.

The audit found that workers were well treated, facilities provided were equal to that of Australian expectations, workers were paid appropriately and on time, and that there was no evidence of underage workers or forced labour.

Supplier Engagement

Village continues to engage with our medium and high risk suppliers on a regular basis to communicate our commitment to combating modern slavery and to encourage compliance with expected standards.

Offshore Professional Services and the Retail and Merchandise categories have received additional focus in this Reporting Period. The assessment of the two categories identified the sector's products, services and potential risks in workforce management and labour practices. We have worked closely with suppliers in these categories to address identified risks, reduce the impact of risks and promote ethical labour practices.

CASE STUDY 2

Retail And Merchandise Suppliers – Supplier Engagement

Over the past two years there has been a significant focus on compliance and risk management of retail and merchandise suppliers at Village. During the Reporting Period, compliance processes and supplier management procedures have been improved to reduce modern slavery risk in the supply chain.

The retail and merchandise suppliers produce a large number of products for the majority of our Key Businesses and include merchandise, apparel, plush toys and giftware. The category has been assessed as high risk, predominantly due to the complex supply chains and the geographic locations known to enable forced labour and poor working conditions.

Village has implemented processes to assess modern slavery risk at various stages of the engagement with suppliers.

Onboarding stage

- Suppliers are required to complete the Supplier Code of Conduct and the SAQs to be set up on the payment system.
- Suppliers receive a vendor manual outlining supplier expectations regarding ethics, safety procedures and expectations throughout product development and production.

During Supplier Engagement

- Factories are required to provide an independent third party audit report from a reputable auditor. These audit reports are provided on either a yearly or 3 yearly cycle, dependent on third party auditor.
- An annual letter is sent to the Suppliers reminding them of their obligations to ensure modern slavery risks are not present in its supply chains.

Remediation

Village has a non-compliance process to assess risk. When a supplier is assessed to be non-compliant in its SAQ, via its conduct, identified in third-party audit reports or resulting from concerns relating to supply, further investigations are conducted.

The Working Group follows the Non-Compliance process and refers the Supplier to the Steering Committee for final determination. If the risk is deemed too high, the contract with the non-compliant supplier is terminated.

5 Effectiveness Of The Village Group's Actions

Village is committed to the continuous improvement of its actions to address modern slavery risks. Village has taken a multifaceted approach to assess and address modern slavery risks in its operations and supply chains. These actions, when combined with ongoing assessments and a commitment to governance and training, contribute to a robust framework for combating modern slavery practices.

Governance: Village continues to have strong governance mechanisms to address modern slavery risks at a corporate level. The addition of modern slavery to the Key Business risk committees provides further awareness and accountability to the operational teams. Embedding this process into committees enables the risks to be recorded and awareness raised at the management level and reported through to the Board as required.

Training: The completion of the modern slavery training by employees and management increases awareness of modern slavery risks. The training equips employees to identify and report any potential activities.

An updated training module was rolled out during this Reporting Period, of the employees required to complete the training module, 95% completed the training within the allocated timeframe, with an average score of 85%.

The high employee completion rates and scores in the training module suggests that awareness and understanding of modern slavery risks are being effectively communicated.

SAQs: Village assessed the SAQ process and reviewed the process across all Key Businesses during the Reporting Period. This identified gaps in the process and allowed Village to work with the Key Businesses to roll out a system to capture more SAQs and collect appropriate data from suppliers.

The completion rate of SAQs was below the levels Village had expected. The lower than expected completion rate was identified in the third quarter of the Reporting Period and a review was conducted. The review found a gap in the process due to limited resources.

The onboarding procedures were reviewed and practices were aligned into one cohesive process across the Village group. An existing supplier management tool will be extended to mandate completion of SAQs and Supplier Codes of Conduct at the time of onboarding. This will centralise data collection and increase completion rates. Increasing completion rates is important as this is the initial assessment of potential supplier risks.

Third party audits: Village has increased the request of audit reports for international suppliers and has made it mandatory in the retail and merchandise category. The audits cover all aspects of accreditation including minimum wage, child labour, safe working conditions & safety in the workplace. Village works through the details of the audits with specific attention given to the employee interviews. This provides insight into the working conditions and labour practices of the suppliers.

Village reviews any non-compliance in the audit reports and will terminate supply arrangements where the non-compliance is deemed too risky and the supplier is not willing to remediate its actions. This process is effective as it highlights the risks to suppliers and has reduced modern slavery risks in our retail and merchandise category.

Site Audits: The site visit and audit process conducted at our Offshore Professional Services supplier served as a vital tool for assessing the effectiveness of our risk mitigation measures and supplier engagement strategy. The audit indicated the seriousness in which we manage these risks, as well as providing the supplier's employees with direct access to Village to raise any non-compliance issues or concerns.

Looking Forward

The Village Group will continue to develop, analyse and assess its current modern slavery practices in its operations and supply chains.

Village has commenced implementing its plans for the FY24 reporting period, including to:

- Develop and implement a new onboarding policy to capture further supplier related data.
- Review of the Modern Slavery Framework and associated governance documents to ensure they remain effective.
- Integrate modern slavery considerations into employee training and making relevant policies accessible to employees.
- Establish key performance indicators (KPIs) to report the number of SAQs conducted.

6 Village Group Consultation

All reporting entities are subsidiaries of VRG HoldCo and for FY23 all reporting entities operated under the same governance and reporting structure. The Governance structure and process discussed in Section 4 of this Statement permitted each operating entity and Key Businesses the opportunity to consult in order to identify and address key modern slavery risks. The VRG Hold Co 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 Group 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	Entity Name	ABN/ACN
DEG Holdings Pty Ltd	90 003 124 221	Village Roadshow Leisure Pty Ltd	63 061 400 824
Entertainment of the Future Pty Ltd	64 066 861 514	Village Roadshow Pictures International Pty Ltd	36 080 186 250
MyFun Pty Ltd	57 080 185 593	Village Roadshow Pictures Television Pty Ltd	89 069 490 071
Positive Investments Pty Ltd *	73 004 743 426	Village Roadshow Pty Ltd *	43 010 672 054
Reel DVD Pty Ltd	93 113 324 815	Village Roadshow Share Plan Pty Ltd	073 667 688
Roadshow Distributors Pty Ltd	58 004 885 189	Village Roadshow SPV 1 Pty Ltd	28 129 263 752
Roadshow Films Pty Ltd	28 100 746 870	Village Roadshow Theatres Pty Ltd	20 006 199 659
Roadshow Pay Movies Pty Ltd	77 083 817 734	Village Roadshow Theme Parks Pty Ltd *	60 010 919 623
Roadshow Productions Pty Ltd	49 139 341 861	Village Roadshow Treasury Pty Ltd	69 083 818 071
Roadshow Television Pty Ltd	29 005 080 188	Village Roadshow UK Holdings Pty Ltd	23 074 733 725
Roadshow Unit Trust	48 207 725 679	Village Roadshow USA Holdings Pty Ltd	32 129 263 770
Sea World Foundation	46 653 322 493	VR - Big Croc Pty Ltd	15 117 829 302
Sea World Management Pty Ltd	16 006 841 470	VR Corporate Services Pty Ltd	39 095 620 894
Sea World Property Trust	91 446 761 107	VR ESP Finance Pty Ltd	14 060 514 043
Sinced Investments Pty Ltd	44 004 891 990	VR Leisure Holdings Pty Ltd	34 055 851 486
Village Cinemas Australia Pty Ltd *	36 006 735 002	VRC Investment Co Pty Ltd	35 103 262 308
Village Golf Holdings Pty Ltd	60 615 018 007	VRG A Pty Ltd *	68 642 859 023
Village Online Investments Pty Ltd	39 083 817 574	VRG B Pty Ltd *	61 642 859 434
Village Roadshow Australian Films Pty Ltd	57 100 491 834	VRG BidCo Pty Ltd *	18 642 862 422
Village Roadshow Corporation Pty Ltd *	89 004 318 610	VRG MezzCo Pty Ltd *	70 642 861 014
Village Roadshow Digital Pty Ltd	31 158 241 073	VRPPL Pty Ltd	75 069 490 008
Village Roadshow East Coast Pty Ltd	18 133 710 148	VRS Holdings Pty Ltd	45 010 662 343
Village Roadshow Exhibition Pty Ltd	77 077 569 469	VRTP Entertainment Pty Ltd	13 099 132 948
Village Roadshow Group Services Pty Ltd	71 074 733 994	VRTP Services Pty Ltd	52 003 816 260
Village Roadshow Holdings Pty Ltd	62 083 817 672	Warner Bros. Movie World Holdings Joint Venture	41 213 298 248
Village Roadshow Intencity Pty Ltd	96 065 260 255	WB Properties Australia Pty Ltd	50 003 719 051
Village Roadshow IP Pty Ltd	63 077 568 980	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 its owns or controls, to assess and address those risks, including due diligence and remediation processes	5
5 Describe how the reporting entity assesses the effectiveness of its actions	9
6 Describe the process of consultation with any entities the reporting entity owns or controls and the consultation with the reporting entity	5, 11

