

Panther Topco Pty Ltd - 2023 Modern Slavery Statement

Panther Topco Pty Ltd (ACN: 626 390 136)
1 July 2022 - 30 June 2023

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 Outside School Hours Care (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 2023 ('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. Our Corporate Structure

Panther Topco Pty Ltd is the ultimate holding company of multiple 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, New Zealand, and Ireland.

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. Our Operations and Supply Chain

2.1 Operations:

At Junior Adventures Group, we care for more than 90,000 children across 1000+ partner schools globally, with around 5,000 employees across Australia, UK, New Zealand and Ireland. Our extensive global community offers valuable insights in every market, enabling us to deliver high-quality Outside School Hours Care (OSHC) and Holiday Programs, to achieve our goal of helping today's children navigate their tomorrow.



Our primary service delivery operations are complemented by a range of support functions including Marketing, Finance, Customer Experience, Service Delivery, and People, Culture & Performance.

Our brands JAG, OSHClub, Helping Hands Network, Primary OSHCare, sKids, Sherpa Kids and Pioneer Childcare 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.

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

#	PRODUCTS/SERVICES	DESCRIPTION
1	Recruitment	Labour Hire for all our services and support functions
2	Consumables supplies	Food and Beverages
3	Facilities	These include the offices we lease and the school premises where we conduct our services.
4	Information Technology	These include computers and other IT equipment & infrastructure
5	Apparel	Uniforms for our services and support functions
6	Office Supplies	Stationery and furniture
7	Educational supplies	Learning resources, games, toys, and educational materials.

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

3. Risks of Modern Slavery in our Operations and Supply Chain

Junior Adventures Group has conducted a risk assessment and considers the risk of modern slavery within our supply chain to be low, given the nature of our business and the products and services that we provide and procure, all of which adhere to rigorous industry standards, rules, and regulations.

3.1 Operations and People

Junior Adventures Group values its team, believing that "Great people make us who we are today." Our dedicated team members, experts in their respective fields, leverage their experience and passion to expand our resources and extend our reach to schools and families worldwide. At the same time, we acknowledge that one of the 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 their search for employment. We have developed rigorous policies and processes and closely monitor them 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 and regulatory 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 training, accessible to grievance mechanisms) and the direct control and transparency we have over our operations.

For our Temporary and 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 legislation 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)

Based on the assessment, we expect very minimal forms of Modern Slavery to exist within the JAG's supply chain.

However, we do recognise that some 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 may contain risk in relation to Modern Slavery.

In response to this awareness, we have taken additional measures to assess and address the risk associated with these extended supply chains. We have implemented a comprehensive due diligence process and closely collaborated with our major suppliers to ensure that they uphold the same standards and ethical practices that we maintain.

4. Action 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

At Junior Adventures Group, we hold a fundamental belief that our success and impact are inherently tied to the exceptional individuals who make up our team. People are our greatest asset, and their welfare and well-being are of paramount importance to us.

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 advisors to facilitate engagement with our employees.

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

- Launch of "Monthly Policy Review (MPR)": With the collaboration of our internal support teams and the integration of Modern Slavery education into the "Monthly Policy Review" (MPR) initiative, our policies like the Whistleblower Policy, Employee Code of Conduct, Equality and Diversity policy, and Grievance Procedure are linked to Modern Slavery awareness. This initiative is a part of our continuous education and training program, facilitating discussion and reflection among staff members on Modern Slavery-related topics.
- Launch of the FairCall service- whistleblower policy: Junior Adventures Group is committed to conducting business honestly and with integrity and encourages those employed, contracted, and associated with the business to speak up. JAG has thus partnered with KPMG to provide KPMG FairCall, which is an independent service to report suspected fraud or other serious corporate misconduct.
- Review of compliance with our recruitment and screening policy, encompassing thorough reference checks, right-to-work verification, working with children's checks, and criminal history checks.
- Adhering to the award requirements for remuneration of our people.

4.2 Supply Chain

Junior Adventures Group has both short-term and long-term strategic engagements with suppliers. All of JAG's major suppliers provide details regarding their environmental and social commitments via annual due diligence questionnaires. This includes but is not limited to, their controls to manage Modern Slavery risks within their organisation and supply chain.

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

- Preparing a "Supplier Code of Conduct", which will be introduced to all new major suppliers from January 2024 and introduced to all existing major suppliers by no later than 1 July 2024.
- Preparing the Ethical Sourcing and Modern Slavery policy. This policy outlines JAG's commitment to ensuring that our operations and supply chains are free from modern slavery and unethical practices. The policy will be introduced across the JAG group by no later than March 31, 2024.

- Expanding Modern Slavery clauses to encompass our broader supplier base. The requirement for these suppliers is to now agree to the Terms and Conditions, which explicitly include provisions addressing Modern Slavery concerns.
- Continue assessing our major suppliers via the annual Modern Slavery Due Diligence questionnaire to make sure they properly manage the risk of Modern Slavery in their network.

5. Assessing the effectiveness of the actions taken to address Modern Slavery

JAG monitors its operation and supply chain to identify, evaluate, and mitigate Modern Slavery risks via the following:

- Review major suppliers' responses to the annual Due Diligence questionnaire.
- Review reports received from employees, suppliers, and other stakeholders via FairCall service associated with suspected fraud and other serious misconduct.

JAG will continue to monitor the supply chain to mitigate any Modern Slavery risk and will follow due diligence procedures to uphold our commitment to ethical sourcing.

6. 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.

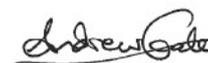
Sign off

This Statement was approved by the Panther Topco Pty Ltd Board of Directors on 29 November 2023.



Marcus Darville

Director



Andrew Gale

Director

Appendix 1 - List of JAG Subsidiaries

JAG AUSTRALIA

- Panther Midco Pty Ltd (ACN: 626 390 583)
- Panther Holdco Pty Ltd (ACN: 626 390 903)
- Panther Bidco Pty Ltd (ACN: 626 391 197)
- Junior Adventures Group Pty Ltd (ACN: 606 520 316)
- Junior Adventures Pty Ltd (ACN: 606 523 746)
- Junior Adventures Group Nominee 1 Pty Ltd (ACN: 635 870 843)
- Everlast Holdings Pty Ltd (ACN: 162 642 300)
- OSHClub Pty Ltd (ACN: 135 003 520)
- Primary OSHCare Pty Ltd (ACN: 108 614 080)
- Sherpa Kids International Pty Ltd (ACN: 160 539 551)
- Helping Hands Network Pty Ltd (ACN: 134 154 162)
- Reliance HR Solutions Pty Ltd (ACN: 154 205 160)
- Young Minds Connect Pty Ltd (ACN: 165 742 558)
- Sofus Holdings Pty Ltd (ACN: 168 832 933)

JAG UK:

- JAG UK Topco Ltd (CN: 12201001)
- JAG UK Midco Ltd (CN: 12202566)
- JAG UK Holdco Ltd (CN: 12205639)
- JAG UK Bidco Ltd (CN: 12207711)
- Sherpa Kids England Ltd (CN: 11705893)
- Junior Adventures Group UK Ltd (CN: 07054337)
- Fit for Sport Ltd (CN: 03648410)
- Pioneer Childcare Ltd (CN: 08139506)

JAG NEW ZEALAND:

- Sunrise Holdco (NZ) Pty Ltd (NZIC: 7289598)
- Kiwi Kids Education Group Ltd (NZIC: 4360047)
- Skids Programme Management Ltd (NZIC: 1804662)
- Safe Kids in Daily Supervision Ltd (NZIC: 2442969)
- GHB Consultants Ltd (NZIC: 3113386)
- G.B. Management Services Ltd (NZIC: 1061651)

JAG IRELAND:

- Abeona Limited (CN: 540434)
- Sungao Limited (CN: 561438)