

HOYTS

Joint Modern Slavery Statement

- HG Holdco Pty Ltd

2020 Reporting Year



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1. Reporting Entity

This is the first 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 2020.

The HOYTS Group has a rich Australian history spanning 111 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 three key businesses:

- HOYTS Cinemas
- Val Morgan cinema advertising
- Val Morgan Outdoor out of home digital advertising

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).



Cinema Recliners - HOYTS District Docklands

2. The HOYTS Group Structure, Operations and Supply Chain

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	<ul style="list-style-type: none"> • Exhibition of film content • Sale of food & beverage products • Sale of merchandise 	<ul style="list-style-type: none"> • Film distributors • Food & beverage suppliers • Merchandise manufacturers • Uniform suppliers • Professional services and consultants • Financial institutions and advisors • Cinema landlords • Facilities providers • Construction contractors • Technology (software, hardware, and cloud services)
Val Morgan Australia and New Zealand	<ul style="list-style-type: none"> • Cinema advertising 	<ul style="list-style-type: none"> • Advertising clients • Technology (software, hardware, and cloud services) • Media agencies
Val Morgan Out of Home	<ul style="list-style-type: none"> • Digital outdoor advertising in gyms, shopping centres, petrol stations and office towers 	<ul style="list-style-type: none"> • Advertising clients • Technology (software, hardware and cloud services) • Media agencies • Programmatic providers



Val Morgan Outdoor digital screen – World Square

3. Potential Risks in the HOYTS Group Supply Chain

The HOYTS Group employs over 2300 people in Australia and New Zealand. With a strong commitment to diversity and inclusiveness, 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 and Val Morgan advertising businesses directly employ team members under casual and permanent employment arrangements which meet or exceed the minimum wage.

In addition to a commitment to fair and equitable treatment for all employees, 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.



Treat City - HOYTS Ormiston

The HOYTS Group recognises that its largest potential exposure to modern slavery is through international supply chains. Of particular focus in the first reporting year has been the following categories of suppliers:

- 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 made a commitment to work towards implementation of a comprehensive anti-slavery framework that involves a combination of awareness, education, engagement with stakeholders and ongoing review.

a. Modern Slavery Team established

During 2020, a team was established to lead the HOYTS Group modern slavery compliance project by establishing a strategy for identifying and mitigating the risk of modern slavery in the HOYTS Group's supply chain.

b. Whistle-blower reporting service implemented

During 2020, the HOYTS Group implemented an independent whistle-blower reporting service which facilitates the reporting of misconduct by employees and suppliers with the option of doing so anonymously.

The activities implemented or resumed between the end of 2020 and 30 June 2021 include:

c. Modern Slavery commitment statement affirmed by CEO

In January 2021, the HOYTS Group CEO signed a commitment statement explaining how compliance with the Modern Slavery Act aligns with the HOYTS Group 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 tailored due diligence processes to focus on existing suppliers of goods and services with an elevated level of risk based on their industry and location of operations.

e. Development and distribution of Supplier Questionnaire

The Modern Slavery Team developed a self-assessment questionnaire to find out more about its suppliers' business practices. In collaboration with department leaders, the Modern Slavery Team identified suppliers who were identified as higher risk to be the first to receive a self-assessment questionnaire about their business practices which was based on the industry in which they operate or the location of their operations.

f. Training delivered to senior management

Training was delivered to senior management and training materials were created and provided to business leaders across the HOYTS Group to use and refer to when distributing the self-assessment questionnaires to key suppliers.

g. Assessment of Supplier Questionnaire responses

The Modern Slavery Team reviewed the questionnaire responses to assess the risk of individual suppliers.

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 remainder of the 2021 reporting year, the HOYTS Group intends to:

- Distribute supplier questionnaires to new suppliers as part of the supplier onboarding process
- Expand the supplier questionnaire to tier 2 existing suppliers
- Provide an opportunity for modern slavery risks to be discussed at regular senior management risk meetings
- Include a modern slavery compliance obligation in commercial contracts
- Continue to assess risks where suspected or identified internally or externally
- Collaborate with controlled entities to identify and assess risks of modern slavery within their supply chains



Artie's Bar - HOYTS Cronulla

6. Consultation Process

The HOYTS Group established a dedicated team to develop and implement a modern slavery risk implementation strategy. The Modern Slavery Team engaged with leadership teams across the organisation to identify risks and communicate the new procedures.

Consultation between the entities within the reporting entity is able to 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. COVID-19 Impacts

In March 2020 government restrictions imposed in Australia and New Zealand led to the closure of all HOYTS cinemas in response to the COVID-19 pandemic.

The impact of such a sudden and extreme event on the operations of the HOYTS Group materially impacted and delayed the development and implementation of measures to identify and mitigate the risks of modern slavery within the HOYTS Group during 2020. This was primarily due to internal resources being either stood down or diverted to operational issues with the main focus being ensuring that the HOYTS Group survived the impacts of COVID-19. For example, for cinema sites that were closed for exhibition, the food and beverage team had to pivot to implement food delivery services to offload existing stock. For cinema sites that were able to open, the priority was to secure film content because blockbusters were being delayed and limited cinema content was available until such time as global cinemas operators were able to open in key markets across North America, China and Europe.

Even though much of the cinema business had reopened by late 2020, the cinema and advertising industries remain significantly impacted even to the time of submitting this statement. Currently cinema closures or restrictions are in place for New South Wales, Queensland, Victoria and Western Australia.

Whilst the HOYTS Group remains committed to progressively identifying, assessing and addressing risks of modern slavery in our supply chains and operations, the Board recognises that progress will be measured throughout the COVID-19 recovery. We look forward to collaborating with our suppliers and business partners and where remediation is needed, we will offer our support to them on their journey towards compliance.

8. CEO Statement

This statement is jointly submitted on behalf of the reporting entities in the HOYTS Group, outlining the steps taken during FY20, in compliance with the Modern Slavery Act 2018 (Cth). The board of directors of HG Holdco Pty Ltd have approved this statement.



Damian Keogh AM

President & CEO - the HOYTS Group
Director - HG Holdco Pty Ltd
Level 50, 680 George Street SYDNEY NSW 2000

9. 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
- Apukco 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
- \ACN062 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 Entity	Ownership	Country of Operation	Industry
Digipix Pty Ltd	50%	Australia	Cinema advertising
Motivate Val Morgan Cinema Advertising FZ-LLC	74%	United Arab Emirates	Cinema advertising