Welcome to the Ardent Leisure Group’s (the Group) Sustainability Report for the period ended 31 December 2015. The Sustainability Report is not exhaustive but instead aims to highlight key initiatives, and policies across a range of sustainability indicators to investors, employees, customers and other stakeholders.
The Group is committed to the adoption of environmentally, socially and economically sustainable solutions across all of its areas of business activity. The sustainability function continually develops our program of social and environmental sustainability and assists The Group in contributing to economic development while being mindful of our impact on our employees, their families and the local community and society at large.

The Group is committed to maintaining a working environment and culture where sustainability is a core value. The Group will continue to support and develop sustainable business practices in the key areas of the Environment; Occupational Health & Safety, Quality, Human Rights, Society Relations, Corporate Governance and People Practices.

**Economic Performance**

The charts below show the key financial statistics of revenue, core earnings, earnings per share and distributions per share over the past 5 years:

![Financial Performance Chart](image)

![Earnings and Distribution Performance Chart](image)

The Group did not receive any financial assistance from sovereign governments during the reporting period.
Occupational Health & Safety

The Group is committed to the Occupational Health & Safety of employees, contractors and all others who operate under the Group’s areas of control. Occupational Health & Safety is a primary function within the Group and has the full support of the Directors.

The Group seeks to maintain a culture with Occupational Health & Safety as a core value through the communication of defined objectives and targets and is committed to exceed the requirements of applicable Occupational Health & Safety legislation.

The Group adopts a consultative approach to Occupational Health & Safety focussed on critical risks within the workplace. The Group will ensure that safety is integrated into the design and planning processes with implementation of continuous improvements based upon lessons learned across our operations.

The Group is committed to providing a safe and healthy environment for all guests, employees, contractors and members of the general public. Excellence in managing workplace health and safety is critical to the long term success of our business and is a fundamental consideration underlying all major actions and decisions.

The Group uses a centralised software platform to capture, analyse and track all hazards identified across the Group’s operations and any incidents that have occurred. The software provides automatic escalation to ensure that actions and outcomes from the review of hazards and incidents are acted upon in a timely manner. The system also acts as a repository for all risks across the Group and is supported by a centralised Safety Management System that provides guidance, structure and templates to the operational businesses.

Employee participation is coordinated by the divisional Safety Managers through quarterly employee safety meetings where safety matters and issues are discussed.

LTIFR

A common measure of safety performance is the use of Lost Time Injury Frequency Rate (LTIFR) which represents the number of days lost through safety incidents per 1 million hours worked.

The Group’s LTIFR is set out in the charts below

![Group LTIFR Chart](image)

NB: Industry Standard for LTIFR = 10.6 (NSW Sports Industry) or 25.5 (General Industry). Excludes journey claims incurred travelling to and from work.
The Group has moved away from measuring safety performance purely on LTIFR as this is a lag indicator of prior performance. Instead the Group has adopted a suite of lead indicators including hazard identification and rectification, safety consultations with employees and training.

Comparative performance against lag indicators is not yet available due to their recent implementation.

**Employee Assistance Programs**

Each division in the Group operates an employee assistance program through external third parties. In the unfortunate event of a safety incident staff members are offered and encouraged to attend counselling to ensure that their own welfare is not compromised.

**Enterprise Bargaining**

The Group’s enterprise bargaining agreements generally require employees to be trained in the elementary safety precautions and procedures for their area of work. This instruction and training is required to be supervised or delivered by suitably qualified people.
Environmental

The Board of Directors is committed to providing a working environment and culture where the protection and enhancement of the environment is a core value. The Group is committed to minimising our impact on the environment in which we operate through the identification and management of environmental risks.

The Group will ensure that environmental considerations are integrated into business planning processes.

Energy Efficiency

Reduction of energy usage can be achieved through technical means and also through behavioural changes. Throughout the year our program of work in managing and reducing energy consumption has continued with a number of projects being undertaken.

In prior years the program focused on operational hygiene however as behaviour has changed it became clear that capital investment was required to drive the next stage of reductions in energy consumption. These capital works included the installation of modern building management systems to control lighting and air conditioning plant, voltage optimisation and power factor correction.

The Group uses voltage optimization transformers to deliver the selective voltage reduction of the incoming mains electricity supply to our centres and in doing so this improves energy consumption at the centre and can prolong the useful life of electrical equipment.

Power factor correction refers to the measurement of how effectively incoming mains power is being used at a centre. This is usually expressed as a number between zero and one. The closer the number is to one, the more efficiently a centre is consuming mains electricity. A poor power factor rating negatively impacts energy costs where demand tariff charges are applied by the energy retailer. In response the Group has analyzed a number of centres and installed power factor correction equipment called capacitors which serve to increase efficiency and reduce peak demand on the electricity network.

The scale of the Group’s operations has continued to increase over the past year as new centres have been acquired or developed. The acquisition of a number of Fitness First centres in Western Australia in 2014 impacted energy usage and has been an immediate focus of the energy efficiency program to remediate poorly maintained plant and equipment.

For the financial year ended 30 June 2014, Group revenue (excluding Main Event Entertainment operations in the USA) was $417.5 million with resulting energy emissions for the Group’s Australian operations of 58.2 KT of CO2 emissions.

The Group is registered and reports under the National Greenhouse and Energy Reporting Act. Reported carbon emissions from Australian operations are set out below:

<table>
<thead>
<tr>
<th>Year</th>
<th>Revenue (excluding USA)</th>
<th>Scope 1 (Tonnes of Co2)</th>
<th>Scope 2 (Tonnes of Co2)</th>
<th>Total Emissions (Tonnes of Co2)</th>
</tr>
</thead>
<tbody>
<tr>
<td>30 June 2011</td>
<td>$325.3 million</td>
<td>1,744</td>
<td>50,447</td>
<td>52,191</td>
</tr>
<tr>
<td>30 June 2012</td>
<td>$334.8 million</td>
<td>2,646</td>
<td>51,914</td>
<td>54,560</td>
</tr>
<tr>
<td>30 June 2013</td>
<td>$376.2 million</td>
<td>2,685</td>
<td>55,944</td>
<td>58,629</td>
</tr>
<tr>
<td>30 June 2014</td>
<td>$401.6 million</td>
<td>2,817</td>
<td>52,915</td>
<td>55,732</td>
</tr>
<tr>
<td>30 June 2015</td>
<td>$417.5 million</td>
<td>2,677</td>
<td>55,581</td>
<td>58,258</td>
</tr>
</tbody>
</table>
Over the past 5 years revenue from Australian operations has grown by 28.34% while emissions have increased by 11.62%, a significantly slower rate. The slower rate of growth of emissions is evidence of the positive impact of the Group’s energy efficiency program on consumption and emissions.

<table>
<thead>
<tr>
<th></th>
<th>Bowling</th>
<th>Health Clubs</th>
<th>Theme Parks</th>
<th>Marinas</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013</td>
<td>23,940,951</td>
<td>20,942,463</td>
<td>14,114,080</td>
<td>1,978,080</td>
</tr>
<tr>
<td>2014</td>
<td>22,684,007</td>
<td>23,225,273</td>
<td>12,905,098</td>
<td>2,026,427</td>
</tr>
<tr>
<td>2015</td>
<td>22,034,680</td>
<td>27,326,169</td>
<td>12,884,883</td>
<td>2,063,046</td>
</tr>
</tbody>
</table>

**Compliance**

Throughout the last 12 months the Marina division reported 2 notifiable incidents to the NSW Environmental Protection Agency involving higher than normal contaminant readings from water samples taken at Akuna Bay marina and also form a sewerage leak on adjoining property at The Spit marina.

There have been no fines or prosecutions of the Group for non-compliance with environmental legislation.

**Transport & Travel**

The nationwide and global nature of the Group requires that relevant employees travel both interstate and internationally. The table below shows the total number of kilometres flown for business purposes and booked through the Australian corporate travel partner.

<table>
<thead>
<tr>
<th></th>
<th>Kilometres of Air Travel</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q1 FY15</td>
<td>1,080,487</td>
</tr>
<tr>
<td>Q2 FY15</td>
<td>1,179,310</td>
</tr>
<tr>
<td>Q3 FY15</td>
<td>1,157,851</td>
</tr>
<tr>
<td>Q4 FY15</td>
<td>1,273,088</td>
</tr>
<tr>
<td>Q1 FY16</td>
<td>1,241,969</td>
</tr>
<tr>
<td>Q2 FY16</td>
<td>1,681,186</td>
</tr>
</tbody>
</table>

The steady increase in kilometres travelled reflects the growing importance of Main Event in the United States.
Quality

The Board of Directors believes that an effective quality assurance function is essential to maintaining long term productivity and competitiveness and seeks to consistently deliver high quality products and services. The Group adopts a consultative approach to ensure that quality assurance is a fundamental consideration in meeting stakeholder expectations.

The Group will ensure that quality assurance is integrated into business design and planning processes with an emphasis on implementation of continuous improvements.

Customer Satisfaction

Over the past two years the Group has expanded the scope of customer feedback collection to every division. The majority of the Group’s businesses use a standard net promoter score (NPS) tool to assess guest experiences.

Guest feedback surveys are sourced and collected in a number of different ways:

- In-person collection by staff;
- QR codes and HTML links on public display;
- Customer service desks and kiosks; and
- EDM invitations to participate in the customer feedback.

Additional guest feedback is also collected through social media channels such as Facebook, Twitter and TripAdvisor and through direct contact by email and phone.

Responding to Feedback

Respondents are given an opportunity to leave their contact details if they would like the business to follow up with them directly. In certain divisions, email notifications of feedback are automatically sent to key team members as alerts allowing them to directly contact guests and respond in a prompt manner.

The surveys also collate references to themes and key words and these are reported on the system and are used to identify hotspots of issues and potential opportunities to improve.

The generation of NPS scores as a rating and benchmarking tool allows for comparison with other businesses and industries that also use NPS.

Privacy

During the period the Group did not receive any complaints regarding breaches of privacy regulations. In addition, an internal training program was established for the key leadership team to ensure that privacy principles and procedures were refreshed and acknowledged.

Compliance

As at the date of this report the Group had not received any fines for non-compliance with legislation.
Community Relations

The Group understands the impact that its operations have on the communities in which the Group operates. The Directors understand and support the engagement of the community at all levels as a fundamental consideration in addressing the community’s needs in business decisions.

The Group is committed to maintaining a working environment and culture where social sustainability is a core value.

Charitable Donations

As a general rule the Group does not make direct donations and prefers to create opportunities for guests and employees to engage with the charities that they support. All of the Group’s business divisions make in-kind donations of products and services and in some cases offer fund raising solutions to charities and their supporters.

The Group also operates a workplace giving program for employees. Workplace Giving allows employees to make regular charitable donations from their pre-tax pay through the payroll system. Donating from pre-tax income means that donations cost less from in take-home pay while charities still receive the full benefit of the donation. It also removes the need to collect receipts or wait until the end of the year to claim a tax refund.

Workplace giving provides a number of benefits including:

- Easy, convenient and tax effective;
- Affordable as you can give as much or as little as you like;
- Regularity of donations for the charity allows them to plan more effectively;
- Direct donations from payroll reduces the fund raising cost for the charities; and
- Regular feedback allows you to feel the impact your donations have made.

In September 2011, the Group asked employees to nominate charities to support and from that a list of charities that operate within our preferred areas of support was compiled.

All charities selected had to operate nationally, be Australian focused and operate in one of the following broad areas of:

- Children’s illness and disabilities;
- Poverty, homelessness, unemployment;
- Wildlife conservation;
- Environment;
- Children and families at risk; and
- Youth at risk.

Dreamworld Wildlife Foundation

Dreamworld plays an active role in the fostering and protection of the region's wildlife both in its own right and through the Dreamworld Wildlife Foundation (DWF).

DWF was established by the Group in 2012 to provide support, practical assistance and funding for wildlife conservation initiatives, particularly relating to the ecology of threatened and endangered species. DWF is approved under its constitution to support direct conservation efforts, relevant research, public education, advocacy and co-operation with like-minded organisations and regulatory authorities to protect wildlife.

DWF has partnered with the Zoological Society of London and the Global Tiger Patrol to establish and promote the pre-eminent global tiger conservation charity, 21st Century Tiger. Through its relationships with 21st Century Tiger and other charities, DWF is able to actively help to protect tigers in the wild with education, anti-poaching and community engagement initiatives.

Although DWF is best known for its work supporting tiger conservation it here is also significant efforts made and a deep involvement in the protection and conservation of our native Australian endangered wildlife. The fragility of the environment and the ongoing impact of introduced species have left a number of unique Australian animals on the endangered species list. DWF supports research, habitat conservation, education and captive breeding programs for Koalas, Bilbies, Tree Kangaroos and Southern Hairy Nosed Wombats.

Since being established in 2012, DWF has received approximately $1.13 million from public donations. These donations were received directly from royalties from the Group on sales of merchandise and tiger interactive activities at Dreamworld supplemented by public donations received through bequests, workplace giving program, website and in-park donation boxes.

For the year ended 30 June 2015 the Group donated $107,493 (2014: $107,119) to DWF through sales royalties. In addition, DWF also receives donations from employees participating in the Group’s workplace giving program, adopt an animal donations and third party donations linked to state government authorised animal transfers such as the loan of koala to approved zoological institutions at San Diego Zoo (United States) and Hirakawa Zoological Park (Japan).
Political Donations

The Group does not make political donations.

Public Policy

The Group supports executives’ participation in advocacy related to their function or industry through the payment of relevant industry association subscriptions. In addition, from time to time Group executives participate in industry of function related public policy debates. Examples of these include submissions into legislative changes to workers’ compensation and corporations’ legislation.

Fraud & Corruption

The Group operates a Fraud Policy designed to prevent, deter, detect and investigate all forms of fraud. For the purposes of the Fraud Policy, “fraud” is defined as the intentional distortion of financial statements or other records by persons internal or external to the organisation which is carried out to conceal the misappropriation of assets or otherwise for gain.

The Group has adopted a “zero tolerance” towards fraud and requires that all reported incidents, including internal fraud, will be thoroughly investigated with utmost confidentiality. Necessary action will be taken against any individual or group who have committed fraud and may involve disciplinary action resulting in dismissal from employment, and civil and/or criminal legal proceedings.

Critical business procedures and controls are directed to maintain an effective fraud control environment to assist in fraud prevention and detection. All instances of fraud that are identified and estimated to exceed a $5,000 threshold are reported to the Board through the internal audit function.

Any employee who suspects a fraudulent activity must notify the business Chief Executive or alternatively email details to a private email address set up exclusively for this purpose.

All new employees are made aware of the Fraud Policy as part of the online on-boarding process.

Competition

The Group has not been subject to any anti-competitive behaviour actions commenced by any regulator or third party.
Civil Rights

The Group is committed to support and respect the protection and enhancement of internationally proclaimed Civil Rights and ensure that it is not complicit, directly or indirectly in Civil Rights abuses.

Ethical Business Practices

The Group seeks to collaborate with suppliers in pursuit of ethical business practices and attempts to guide relationships by the principle of continuous improvement. Suppliers are required to use reasonable endeavours to provide workers covered by these standards with a confidential means to report to the suppliers’ failure to observe these standards. It is expected that all suppliers will comply with the standards and the Group reserves the right not to do business with suppliers where it can be demonstrated that significant violations exist. In particular, the Group and/or its separate businesses will not bring suppliers onto its supplier list if there is evidence of under-age workers, forced, bonded or involuntary prison labour, or where the supplier’s workers are found to be subjected to potential life threatening working conditions or harsh or inhumane treatment.

Whistle-Blowing

The purpose of the Whistle-Blowing Policy is to establish an internal reporting system for the reporting of disclosures of corrupt conduct, illegality or substantial waste of company assets by the Group or its employees.

Protected Disclosures

The Whistle-Blowing Policy clearly defines what disclosures are protected and these included such disclosures that are made in accordance with the process outlined in the policy, that identify or attempt to identify corrupt conduct, illegality, or serious and substantial waste of company assets by the Group or its employees and that are made voluntarily by an employee of the Group.

Frivolous disclosures or those made solely with the motive of avoiding dismissal or other disciplinary action are not covered by the Whistle-Blowing Policy. The making of a false or misleading statement when making a disclosure under the Whistle-Blowing Policy constitutes gross misconduct.

Making a Disclosure

Under the Whistle-Blowing Policy, disclosures are made to a nominated officer. This can be done in person, by email or via the Group’s third party independent ethics hotline. Disclosures can be made either inside or outside normal working hours and locations.

Group employees are encouraged to report known or suspected incidences of corrupt conduct, illegality or substantial waste in accordance with the Whistle-Blowing Policy. All Group employees must abstain from any activity that is or could be perceived to be victimisation or harassment of persons who make disclosures. The confidentiality of persons they know or suspect to have made disclosures should be maintained.

The nominated officer is responsible for receiving, forwarding and acting upon disclosures and must take all necessary and reasonable steps to ensure that the identities of persons who make disclosures, and the subjects of disclosures, are kept confidential. The nominated officer is also responsible for supporting persons who make disclosures and protecting them from victimisation, harassment or any other form of reprisal.

Liability on Disclosure

The Whistle-Blowing Policy provides that a person is not subject to any liability for making a protected disclosure and no action, claim or demand may be taken or made of or against the person for making the disclosure. A person who has made a protected disclosure under the Whistle-Blowing Policy is taken not to have committed any offence against any legislation which imposes a duty to maintain confidentiality with respect to any information disclosed.

Action Taken

A person who makes a disclosure under the Whistle-Blowing Policy must be notified, within six months of the disclosure being made, of the action taken or proposed to be taken in respect of the disclosure.
**Equal Opportunity**

The Group supports equal opportunity for all employees and potential employees and operates a number of policies and training programs to ensure that the Group’s working environment is free from discrimination and harassment regardless of gender, race, marital or family status, age, sexual orientation, disability, religious or political beliefs. Further details of the gender split and pay gap is set out in the People Practices section of this report.

**Indigenous Rights**

The Directors of the Group are committed to bringing Aboriginal and Torres Strait Islander Peoples and the broader Australian community and in 2012 launched an immersive interactive walk through experience “Dreamworld Corroboree” to educate and entertain theme park guests on indigenous history and culture.

In 2012, the Group launched an indigenous reconciliation action plan (RAP) that was endorsed by Reconciliation Australia. The RAP led to increased employment and training opportunities for the local indigenous community with 21 successful employment placements created. In 2014, the Dreamworld RAP was the winner of the Queensland 2014 Premier’s Award for Reconciliation. The RAP was expanded in 2015 in a second phase designed to stretch efforts to a target of 5% indigenous employment across the theme parks division.

**Corporate Governance**

The Group is committed to maintaining an effective system of corporate governance. The Directors believe that a functional and flexible governance framework is essential to the success of the Group by providing clarity and accountability in the achievement of the Group’s objectives.

The Board of Directors is committed to the establishment of a flexible and effective system of corporate governance and in accordance with the ASX Listing Rules, publishes an annual Corporate Governance Statement that explains how the Group complies with the ASX Corporate Governance Council’s Corporate Governance Principles and Recommendations.

**Principle 1 – Lay solid foundations for management and oversight**

**Board Charter**

The Directors of the Group have adopted a Board Charter that sets out the respective roles and responsibilities of the Board and senior management. The primary role of the Board is to promote the long term health and prosperity of the Group and to build sustainable value for investors.

Specifically, the Board is responsible for:

- Setting objectives, goals and strategic direction;
- Approving and monitoring progress of major capital expenditure, capital management, acquisitions and divestments;
- Monitoring financial performance and reporting;
- Oversight and approval of accounting, risk management and compliance control systems;
- Monitoring the performance of management;
- Appointing and removing the Chief Executive Officer (and other Key Management Personnel as decided from time to time);
- Approving the remuneration framework for Directors and the Group’s Key Management Personnel;
- Monitoring compliance with legal obligations and ethical and responsible behaviour; and
- Ensuring effective communications with investors and other stakeholders.

The Board Charter also sets out the responsibilities of the Chair and a comprehensive list of matters that are reserved for the Board of Directors of both the Company and the Manager. In accordance with the list of matters reserved for the Board, the Board is responsible for:

- The strategic plan and annual operating and capital expenditure budgets;
- Treasury policies and risk management strategy;
- Establishment, acquisition, cessation or disposal of any division or business unit;
— Approval of financial statements and any significant changes to accounting policies;
— Approval of Dividend / distributions payments;
— Appointment and removal of auditors;
— Appointment and removal of any of the Chief Executive Officer, the Key Management Personnel or the Company Secretary;
— Committee charters and composition;
— Amendments to discretions delegated by the Board;
— Key policies including Workplace Health and Safety, Environmental and Sustainability policies;
— Changes to the Group’s capital structure including the issue of shares, options, equity instruments or other securities;
— Key public statements which relate to significant issues concerning changes to key strategy or Group policy; and
— Terms and conditions of the appointment of Directors and the Chief Executive Officer, and employee equity plans and their allocation.

The Board Charter also sets out key delegations of authority in relation to equity investments, assets acquisition and disposal, external credit limits, bonds, guarantees and other contingent liabilities.

**Directors’ Information**
Investors are provided with all material information which the Company has about the Director, in an explanatory memorandum to the Notice of Meeting, at which the Director will stand for election or re-election, to enable them to make an informed decision on whether or not to elect or re-elect the candidate. Such information includes their relevant qualifications and experience, details of any offices they currently hold and any other material former directorships they held, when the Director was first appointed and, if any, details of the roles they hold in any of the Board’s standing committees.

**Agreements with Directors and Key Management Personnel**
Each Director enters into a number of agreements with the Company to provide them with a clear understanding of their roles and responsibilities and of the entity’s expectations of them. These comprise:

— the Terms and Conditions of their appointment, the time commitment and any involvement with committee work and any other special duties expected of their position, their remuneration entitlements, the various corporate policies with which they are expected to comply, and the conditions of termination;
— a disclosure agreement which obligates them to disclose any relevant and material interests and any matters which may affect their independence; and
— a Deed of Access and Indemnity which sets out the indemnity and insurance arrangements, and ongoing rights of access to corporate information.

Each of the Key Management Personnel enters into a Service Agreement which sets out their position description, duties and responsibilities, reporting lines, remuneration entitlements, ongoing confidentiality, obligation to comply with all corporate policies, the circumstances in which their service may be terminated (with or without notice) and any entitlements on termination.

**Company Secretary**
In accordance with the Board Charter, the Company Secretary is appointed and if necessary removed by the Board and is therefore accountable directly to the Board. Each Director also has direct access to the Company Secretary.

The Company Secretary’s role includes:

— advising the Board and its committees on governance matters;
— monitoring policy and procedures;
— coordinating the timely completion and despatch of Board and committee papers;
— ensuring that the business at Board and committee meetings is accurately captured in the minutes; and
— helping to organise and facilitate the induction and professional development of Directors.

**Director, Board and Committee Evaluation**
The Board Charter requires that each Director will participate in an annual performance evaluation which will be reviewed by the Chair. The process for conducting Board and Director evaluations is similar to that adopted for the review of the Chief Executive Officer and is conducted in a confidential manner by the Chair of the Board. The evaluations include areas such as role of the Board, composition, meeting conduct, behaviours and competencies, governance and risk, ethics and stakeholder relations.

Each committee charter adopted by the Board includes a requirement for an annual self-assessment by the committee of its performance and charter. These evaluations are conducted against the existing charter and prevailing developments in the corporate governance arena.
Key Management Personnel Performance Evaluation

In accordance with the Board Charter the Directors have undertaken to formally evaluate the performance of the Chief Executive Officer and other Key Management Personnel on an annual basis. The purpose of the evaluation of the Chief Executive Officer and other Key Management Personnel is to provide the following key benefits:

— Assist the Board in meeting its duty to stakeholders in effectively leading the Group;
— Ensure the continued development of the Chief Executive Officer and other Key Management Personnel to more effectively conduct their role;
— Ensures a formal and documented evaluation process; and Leaves a record of the Board’s impression of the performance of the Chief Executive Officer and other Key Management Personnel.

The process adopted by the Board to assess the performance of the Chief Executive Officer and other Key Management Personnel is as follows:

— Each Board member is requested to complete an evaluation table and provide numerical ranking against the criteria for the Chief Executive Officer’s and other Key Management Personnel’s performance during the evaluation period;
— Participants are encouraged to provide commentary;
— The evaluation tables are then provided directly to the Chair of the Board and upon review the Chair may decide to provide an average ranking for each category; and
— Once final rankings are collated the Chair of the Board sits to discuss the findings with the Chief Executive Officer and agrees any specific action points to be addressed.

Principle 2 – Structure the board to add value

Nomination Committee

The Directors have established a combined Remuneration and Nomination Committee due to the relatively infrequent need to call upon the services of the previous Nomination Committee. The charter for the combined Remuneration & Nomination Committee remains broadly similar and includes the review process for the Board and its committees and also the time commitment for non-executive directors.

The combined Remuneration and Nomination Committee consists of a minimum of three members with the majority of members required to be independent directors. The Remuneration and Nomination Committee is specifically responsible for making recommendations to the Board in relation to the identification, assessment and enhancement of the competencies of Board members, Board and management succession plans including the appointment of suitably qualified candidates to the Board and the appointment of the Chief Executive Officer, the development of a process for the review of the performance of the Board, Board Committees and individual directors and the assessment of the time required to fulfil the obligations of a non-executive director and whether directors are able to meet these expectations.

Selection Process

In order to provide a formal and transparent procedure whereby new appointments to the Board are selected the Remuneration and Nomination Committee has adopted a director selection process to be used once the Board has decided to appoint or replace a Director.

Process

— Identify the vacant position.
— Identify the core competencies of the position.
— Identify a preferred candidate background (taking into account the diversity of the Board).
— Appoint a search firm if necessary to ensure an appropriate selection of candidates.
— If a search firm is appointed, draft and deliver a brief to the search firm explaining the following:
  o Vacant Position;
  o Competencies Required;
  o Preferred Background;
  o Essential Qualifications (if any); and
  o Countries in which to extend the search.
— Candidates are to be interviewed and a shortlist prepared.
— Select preferred candidates from the shortlist provided
— Agree a preferred candidate for recommendation to the Board of Directors.

Board Skills and Competencies

In conjunction with an independent advisor the Board has undertaken a review of core competencies that should be present across the Board of Directors. Board members should have a working knowledge of finance and accounting, corporate regulation and business strategic theory. The Board aims to gather a breadth of different experience on the Board.

The Directors believe that diversity is critical to the effective functioning of the Board. To this end the Board strives to ensure that Directors should not all be from one occupational group or even from the same industrial sector the Group operates in.

The Board has undertaken a review of the key skills and
competencies of the Board to ensure appropriate oversight of the Group’s current operations and strategy for future growth.

The Board comprises a broad and diverse range of skills and understanding gained by Directors from their decades of experience in the general commercial, leisure and entertainment sectors. This expertise is supported by appropriate accounting, banking & finance, property and advertising skills.

**Director Independence**
The Board recognises that independent directors are important in assuring investors that the Board is properly fulfilling its role and is diligent in holding management accountable for its performance.

A majority of the Board are independent Directors with the only executive Director appointed currently the Chief Executive Officer. The independence of the Directors is assessed annually taking into account such matters as tenure, contractual interests, significant security holdings, relationships with key advisers, suppliers and customers and any prior executive employment within the Group.

The Board has assessed the independence of each Director and concluded that none of the Directors has any material interest in securities, contracts or has relevant relationships with material advisers or suppliers / customers. The Board acknowledges that materiality thresholds will differ for each Director and for the Group as a whole. Accordingly, for the purposes of the independence assessment the Board has adopted a materiality threshold of 1% of the Group’s last reported net assets.

Details of the tenure, current position and previous offices held by each Director which are relevant to the assessment of their independence are disclosed in their respective profiles, along with their interests in securities, and set out in the Annual Financial Report.

**Board Composition**
The Directors of the Group have set out in the Board Charter the required composition of the Board subject to any requirements under the constitutions of the Company and the Manager:

- Independent directors should comprise a majority of
- Directors appointed to the Board should provide an
- In the event that the Chair ceases to be deemed independent then a lead independent Director should

The Chair of the Board is an independent director and does not occupy a joint position as Chief Executive Officer.

**Induction**
Upon appointment each new Director participates in an induction programme. This includes presentations from senior management and site visits to gain an understanding of the Group’s operations. In addition to annual asset tours undertaken by the Board site visits are also arranged on an ad-hoc basis and as part of the programme of committee meetings.

**Training**
Directors are required to keep themselves adequately informed in respect of relevant industry and regulatory issues and changes.

In order to assist Directors, each Director may participate in internal training sessions and conferences organised from time to time in respect of relevant industry and regulatory issues and may attend asset tours that are arranged from time to time. Additional training requirements may be arranged by the Company Secretary with the Chair’s approval.
Principle 3 – Promote ethical and responsible decision-making

**Ethical Conduct**
The Board has adopted a suite of policies designed to govern employee’s behaviour whilst employed by the Group and ensure that ethical business practises are adopted in the procurement process. All employees are required to acknowledge that they understand and will comply with the Employee Ethical & Confidentiality Policy.

**Media Relations**
Employees are prohibited from communicating with or disclosing to any representative of the media any information of any nature whatsoever relating to the Group, its clients or customers. Only the Chair, Board of Directors, Chief Executive Officer and Chief Financial Officer are authorised to speak to the media on Group issues. Exceptions to this rule must have the prior approval of the Chief Executive Officer. Notwithstanding the general prohibition, the respective Chief Executives of each of the business divisions are authorised to speak to the media on issues specific to their area of business.

**Intellectual Property**
All intellectual property created during an employee’s employment with the Group is and remains the property of the Group.

**Confidentiality**
All Group related information acquired by Directors during their appointment is confidential to the Group and should not be released, either during the term of the Directors’ appointment or following their termination without prior approval of the Board.

Employees are required to keep secret during and after their employment all information obtained about the business and affairs of the Group, its clients or customers, except as required by law. All documents or written material provided to the employee or used in connection with the Group’s business is the property of the Group and must not be removed, passed on, copied or disclosed to third parties except with the Group’s authority.

**Conflicts of Interest**
Directors should not have any business or other relationship that could materially influence or interfere with the exercise of their independent judgement apart from those declared to the Board under the Corporations Act 2001, ASX Listing Rules and other general law requirements.

Directors with a material personal interest in a matter must not be present at a Board meeting during the consideration of the matter and subsequent vote unless the Board (excluding the relevant Board member) resolves otherwise. Directors with a conflict not involving a material personal interest may be required to absent themselves from the relevant deliberations of the Board.

**Personal Gain**
Employees must not misuse their position with the Group or any information received in the course of their employment to produce a personal benefit for themselves, their family, friends or any other person, or to cause a detriment to the Group. In the event of any conflict of interest this must be disclosed to the Group.

Employees are prohibited from soliciting or accepting any gift or benefit which induces or influences the Group to enter a transaction, business opportunity or business dealing, or which might reasonably be perceived as such an inducement or influence.

**Securities Trading Policy**
The purpose of the Securities Trading Policy is to regulate trading by all Directors and employees of the Group in any securities issued or nominated by the Group. This also applies to financial products issued or created over such securities (including but not limited to warrants, options and derivatives), entering into financing arrangements over financial products including establishment of a margin loan over such securities.

This Securities Trading Policy also applies to trading by Directors’ and employees’:

- Spouses;
- Children under the age of 18 years;
- Dependent children living in the family home;
- Trusts under which they or a member of their family are a trustee or beneficiary; and
- Companies which they or their family control.

**General Prohibition (Insider Trading)**
At all times Directors and employees are prohibited from trading in securities while in possession of unpublished price sensitive information. Price sensitive information is information which is not generally available and which a reasonable person would expect that if the information were disclosed it would have a material effect on the price of Group securities and it would therefore influence investors in deciding whether or not to buy, hold or sell securities issued by the Group.

This prohibition applies even during periods when trading windows are permitted under this policy if a person is in possession of price sensitive information. In addition to
not being able to deal, the person in possession of the price sensitive information has an obligation to keep that information confidential and must not communicate it to another person unless it is information, which is required to be brought to the attention of the Company Secretary.

Specific Prohibition
All Directors and Nominated Employees are bound as a condition of their employment to comply with and observe the Securities Trading Policy.

Trading Windows
Provided Directors and Nominated Employees are not in possession of unpublished price sensitive information and have received written consent from the Company Secretary, or in the case of Group Directors and the Group's Key Management Personnel, the Chair. The times during which they are permitted to trade in securities issued by the Group are:

— Commencing 24 hours after the announcement of quarterly results until 30 days thereafter;
— Commencing 24 hours after the announcement of half yearly results until 30 days thereafter;
— Commencing 24 hours after the announcement of yearly results until 30 days thereafter; and
— Commencing 24 hours after the Annual General Meeting (“AGM”) until 30 days thereafter.

Due to reporting timetables some of the trading windows listed above overlap. In order to ensure all Nominated Employees are aware of their obligations the Company Secretary issues an open reminder and a close reminder to all Nominated Employees. In addition, the Group publishes key reporting dates on the Group's website.

The Group may in its discretion vary trading windows by general announcement.

Black Out Periods
All periods outside of the trading windows are blackout periods in relation to security trading by Directors and Nominated Employees.

The Group may in its discretion nominate additional blackout periods by general announcement. These may be required where additional disclosure documents are released offering securities or as a result of certain disclosures being lodged with a stock exchange.

Discretion is vested in the Company Secretary to allow exemptions to trading during blackout periods in special circumstances only, where no price sensitive information is on hand and application of the Policy would cause undue financial hardship.

No Short Term Trading
The Board encourages employees to invest in the Group and discourages short term trading. Under the terms of the Securities Trading Policy Nominated Employees must not deal in securities for short term gain. Speculating in short term fluctuations in such securities does not promote investor and market confidence in the integrity of the Group. Accordingly, trading in securities issued by Group entities within 6 months of an acquisition is prohibited. The Group may in its discretion vary this rule in relation to a particular period by general announcement.

The Securities Trading Policy does not prevent Directors and employees from passive trading such as participating in a share plan or public offer made by the Group, provided that at the time the individual elects to participate, he or she is not in possession of any price sensitive information. Further, the individual may not subsequently vary that election until such time as they are again not in possession of such information.

The Securities Trading Policy also prohibits any hedging of unvested security based incentives by Directors and Nominated Employees.

Directors or Nominated Employees wishing to trade in securities must request prior approval to trade. Directors and the Group's Key Management Personnel must seek prior approval from the Chair while all other employees must contact the Company Secretary.

Principle 4 – Safeguard integrity in financial reporting

Audit & Risk Committee
The Board has established an Audit & Risk Committee (the “Committee”) consisting of a minimum of three members with the majority of members required to be independent directors. All members must be able to read and understand financial statements, and at least one member must have financial expertise, that is the person must be either a qualified accountant or other financial professional with experience of financial accounting matters.

The Chief Executive Officer and the Chief Financial Officer are not members of the Audit and Risk Committee. They may be invited to attend meetings of the Audit and Risk Committee for reasons of efficiency but are not entitled to vote.

The Chair of the Committee will be a non-executive independent director appointed by the Board who is not the Chair of the Board.
Any Director may attend a meeting of the Committee at any time. The Committee will meet at least twice per annum and more often if deemed necessary. Meetings may be held by electronic means as allowed under the provisions of the Corporations Act 2001.

The Committee is established by the Board of Directors to review, evaluate and make recommendations to the Board in relation to:

**Risk and Internal Control Environment**
- Evaluating and monitoring the overall effectiveness of the Group's risk management, internal control and compliance systems;
- Evaluating the current “control culture” of the Company and the underlying consistency, direction and communication to employees of appropriate risk policies therein;
- Reviewing existing disaster recovery plans;
- Identifying key risks within the organisation and building appropriate risk management controls and policies to minimize the impact and likelihood of same; and
- Ensuring adequate resources are allocated to assist management and the Board in implementing an appropriate internal risk culture and discipline;
- Evaluating and monitoring the Group's fraud management policies and exposures; and
- Reviewing the entity's insurance program, having regard to the entity's business and the insurable risks associated with its business.

**Financial Reporting**
- Approving and monitoring policies, procedures and content of the Group's statutory and management reporting;
- Considering the appropriateness of the Group's accounting policies and principles and how those principles are applied;
- Reviewing and assessing existing management processes so as to ensure compliance with applicable laws, regulations and accounting standards;
- Ensuring that significant adjustments, unadjusted differences, disagreements with management and critical accounting policies are discussed in advance with the external auditor;
- Reviewing the underlying quality and accuracy of the financial reports from the internal and external auditors and making recommendation to the Board on their approval or amendment;
- Evaluating the adequacy and effectiveness of the Company's administrative, operating and accounting policies through communication with management, internal auditors and external auditors;
- Evaluating and monitoring the adequacy of the Group's management and operational reporting;
- Ensuring the effective facilitation of the audit process;
- Reviewing and evaluating appropriate disclosures from management, the internal auditors and external auditors on any significant proposed regulatory, accounting or reporting issue, to assess the potential impact upon the Group's financial reporting process; and
- Serving as an independent and objective party to review the financial information presented by management to shareholders, analysts and the general public.

**Internal Audit**
- Making recommendations to the Board on the appointment, and where necessary the removal of the internal auditor;
- Reviewing the role, function and performance of the internal auditor, and management’s response to the internal auditor’s recommendations;
- Appraising the scope and quality of the audits conducted by the Group’s Internal auditor to ensure the widest coverage possible;
- Reviewing the findings of the internal audit program and management’s response to the internal auditor’s recommendations; and
- Reviewing the resources of the internal audit function and ensuring no unjustified restrictions or limitations are imposed.

**External Audit**
- Making recommendations to the Board on the appointment and where necessary the removal of the external auditor;
- Reviewing annually the external auditor’s procedures for independence together with any relationships or services, which may impair the external auditor’s independence, and the rotation of the audit partner;
- Reviewing the fees and terms of engagement of the external auditor, including the scope and adequacy of the proposed audit program;
- Appraising the scope and quality of the audits conducted by the external auditor, including the scope and adequacy of the proposed audit program;
- Ensuring there is appropriate communication and co-ordination between the internal and external auditors on risks, risks policies and audit results;
- Reviewing all financial reports and management representation letters and recommending them to the Board as complete and appropriate; and
- Reviewing annually the performance of the external auditor and based on the results of the annual assessment of the external audit services, determine whether the external audit services should be retendered.
Compliance
— Monitoring the Group’s various disclosure obligations;
— Approving of the Group’s compliance framework and assessing the effectiveness of the framework; and
— Based on the information provided by Management in relation to the Group’s compliance framework, ensuring that a proper process is in place for continuous reporting to the ASX.

Right to Obtain Information
The Committee is entitled to consult with expert advisers and seek expert advice where it considers it necessary to carry out its duties at the expense of the Group.

The Committee will have a right of access to internal and external auditors and senior management. The Committee will also meet separately with the internal and external auditors at least annually or as otherwise required.

Chief Executive Officer and Chief Financial Officer Declarations
The Board has received confirmation from both the Chief Executive Officer and Chief Financial Officer that their declarations for both the interim and full year financial reporting periods made in accordance with section 295A of the Corporations Act 2001, were based upon sound system of risk management and internal control and further that the system is operating effectively in all material respects in relation to financial reporting risk.

External Auditors
The external auditor is requested by the Board to attend each AGM to answer questions about the conduct of the audit and the preparation and contents of the Auditors Report.

Principle 5 – Make timely and balanced disclosure

Continuous Disclosure Policy
In order to regulate the continuous disclosure regime across the Group in relation to any securities issued by the Group the Board has adopted a Continuous Disclosure Policy.

The Continuous Disclosure Policy aims to ensure that the Group complies with the continuous disclosure requirements contained in the Corporations Act 2001 (the Act) and the Australian Stock Exchange (ASX) Listing Rules (the Rules). The successful operation of the Group’s continuous disclosure regime promotes investor confidence by providing full and timely information to the market about the activities of the Group and serves to educate all relevant Group personnel on what continuous disclosure is, and how they can ensure they meet their individual responsibilities.
Commitment to Continuous Disclosure
Subject to the exceptions contained in the Listing Rules, the Group will immediately notify the market of any information or matter related to the businesses or financial condition of the Group which a reasonable person would expect to have a material effect on the price or value of those securities. Such notifications will be made by way of an announcement to the ASX.

Reporting of Disclosable Information
Directors and employees must ensure that any information which may require disclosure is reported to the Company Secretary or his/her nominee as soon as it is known. The Company Secretary will then determine whether any item of information is to be disclosed to ASX. Where the Company Secretary decides that information reported does not warrant an ASX release and the Director or employee who reported the information disagrees with that decision, they may choose to refer the matter to the Chief Executive Officer.

ASX Announcement Approval
If the Company Secretary determines that an item of information is to be disclosed to the ASX then the draft of the ASX announcement must be approved either verbally or in writing, by the Chief Executive Officer prior to release. ASX announcements deemed to contain price sensitive information must be circulated to the Board of Directors for comment prior to release.

Release of Information
Price sensitive information must not be released externally until it has first been lodged with the ASX and the ASX has acknowledged that the information has been released to the market. That is, selective disclosure of such information cannot be made to brokers, analysts, the media, professional bodies or any other person until the information has been given to (and released by) the ASX. This includes information that is subject to embargo as the ASX does not accept embargoed information.

In the event that at an analyst or media briefing an inadvertent disclosure is made which is price sensitive then that information must be immediately made available to the market through the ASX.

Analyst and Media Briefings
All material to be presented at an analyst briefing must be approved by or referred through the Company Secretary prior to the briefing.

Trading Halts
The Company Secretary may, with the approval of the Chair and the Chief Executive Officer, or failing whom, the Chief Executive Officer and any other Non-Executive Director, or failing whom any two Non-Executive Directors, request the ASX to halt trading in the securities.

Training and Development
The Continuous Disclosure Policy requires that relevant employees undergo training with respect to disclosure requirements and this is undertaken through the completion of an annual e-learning module.

Board Procedures
The Board of Directors must consider and minute at each full Board meeting whether there are any matters requiring disclosure. If no matters require disclosure this must also be explicitly included in the minutes.

Media Releases
Releases, interviews and other communications to the media may be undertaken so long as they do not contain or refer to price sensitive transactions and do not fall within the Group’s materiality thresholds. Any discussions or presentation to third parties should only be undertaken post release to the ASX of the subject matter if they include material information.

Website
All releases whether material or not are required to be posted to the Group website for access by investors and other interested parties.

Principle 6 – Respect the rights of shareholders

Investor Communications
The Group has adopted a specific investor communications policy for investors and believes that a flexible approach to investor communications and early adoption of emerging technology is the most effective manner of increasing investor participation in the business of the Group.

Throughout the year, the Group follows a calendar of regular disclosures to the market on its financial and operational results. An indicative calendar of events is made available to investors on the Group’s website.

In accordance with the Group’s Continuous Disclosure Policy, the Group must ensure it does not communicate inside information to an external party except where that information has previously been disclosed to the market generally.

As soon as is practicable all Group announcements and copies of analyst and media briefing are posted to the Group’s website. Other information of relevance to investors is also made available on our website, including, annual and half yearly financial reports, key dates, distribution history,
cost base allocations, management fee breakdowns and the management investment trust notices.

The website also contains a link to the Group’s security registrars and a live feed from the ASX for the Group’s security price information.

**Investors Reports**
The Group prepares annual reports for investors for each financial year ending 30 June and half year for the period ending 31 December. These reports are posted on the website on their day of release to the ASX. Investors may elect to receive a hard-copy of these reports or an email notification once they become available on the website.

**General Meetings**
The Group holds an annual general meeting (AGM) in October or November each year. The date, time and venue of the AGM are notified to the ASX when the annual report is lodged with the ASX, generally in September each year. The Board of Directors aims to choose a date, venue and time considered convenient to the greatest number of our investors.

All notices of meetings will be accompanied by clear explanatory notes on the items of business. A copy of any such Notice of Meeting will be placed on the Group’s website. Should an investor not be able to attend a general meeting they are able to vote on the resolutions by appointing a proxy. The proxy form included with the notice of meeting will clearly explain how the proxy form is to be completed and submitted.

As previously stated, the external auditor attends each AGM to answer questions about the conduct of the audit and the preparation and contents of the Auditors Report.

**Investor benefit program**
Investors with 2,000 or more securities are entitled to participate in an Investor Benefits Program. The program aims to provide qualifying investors with an opportunity to experience some of the assets owned by the Group at discounted rates.

The Committee was established by the Board of directors to monitor, review, evaluate and make recommendations to the Board in relation to the following matters:

**Safety**
- The effectiveness of OH&S policies and the safety related aspects of the operational risk management framework necessary to maintain a safe environment for both guests and employees across the Group including drafting, implementing and recommending improvements;
- Setting appropriate goals to maintain the Group’s lost time injury frequency rate (LTIFR) below industry benchmarks;
- The adequacy of existing OH&S resources as well as their ongoing training and supervision;
- The scope and results of periodic internal and external reviews of OH&S and operational risks including the process of identifying and assessing OH&S risks and the adequacy of existing OH&S risk management systems; and
- The compliance of the Company with regard to existing and possible future OH&S regulations and determining what changes, if any, need to be made to existing work practices in order to ensure compliance.

**Sustainability**
- Reviewing the Group’s policies and procedures in relation to sustainability;
- Monitoring the adequacy of resources applied to sustainability as well as their ongoing training and supervision;
- Reviewing any report on sustainability, which is prepared pursuant to any Listing Rule or legislative requirement or which is proposed for inclusion in the annual report; and
- The compliance of the Company with regard to current laws and regulations and determining what changes, if any, need to be made to existing work practices in order to ensure compliance.

**Environment**
- Evaluating and monitoring the effectiveness of the Group’s environmental policies and environmental management plans;
- Evaluating and monitoring the adequacy of environmental resources as well as their ongoing training and supervision;
- Reviewing the scope and results of periodic internal and external reviews of environmental risks including the process of identifying and assessing risks.
environmental risks and the adequacy of existing environmental risk management systems; and
— The compliance of the Company with regard to current environmental laws and regulations and determining what changes, if any, need to be made to existing work practices in order to ensure compliance.

The Committee will not address matters associated with financial or monetary risk associated with internal financial controls.

**Risk Management Framework**
The Risk Management framework for the Group requires a periodic review by management and the Board. These reviews ensure that the risk management framework continues to be a pro-active tool across the Group.

The risk management review covers five key business risks:

<table>
<thead>
<tr>
<th>Key Business Risk</th>
<th>Risk Categories</th>
</tr>
</thead>
<tbody>
<tr>
<td>Enterprise</td>
<td>Continuity, Control, Cost, Culture, Efficiency, Insurance, Knowledge, Legal &amp; Regulatory, Performance, Privacy, Resourcing, Strategic Planning, Strategic Execution, Succession.</td>
</tr>
<tr>
<td>Business Management</td>
<td>Framework Awareness, Change, Confidentiality, Contract, Culture, Detection, Documentation, Escalation, Interpretation, Reporting, Resourcing, Responsibility</td>
</tr>
<tr>
<td>Board Secretarial</td>
<td>Admission, Conflict, Documentation, Duties, Governance, Legal, Regulatory, Resolution</td>
</tr>
<tr>
<td>Environmental &amp; Safety Management</td>
<td>Contamination, Media/Publicity, Employee Safety, Guest &amp; Contractor Safety</td>
</tr>
</tbody>
</table>

**Risk Assessment Methodology**
The risk assessment methodology adopted for these reviews includes a three step process. Firstly, the inherent risk for each risk category is determined by evaluating likelihood & consequence of the risk based on the current and existing processes. Risks are evaluated and ultimately allocated to one of 4 distinct categories of Extreme, High, and Moderate and Low. Next the effectiveness of existing risk controls is reviewed and a ranking determined on a scale of Good, Fair or Poor. Finally, after the controls have been assessed the residual risk factors are derived into three categories of High, Medium and Low by merging the inherent risk rating and the effectiveness of the controls rating.

**Risk Gap Analysis**
During the year the Group’s senior executive reviewed the risk management register and undertook a third party gap analysis designed to identify any material risks that had not otherwise been included in the risk review process and to independently assess the Group’s internal residual risk ratings.

**Internal Audit**
The Group has an Internal Audit function which is responsible for assisting with the accomplishment of the Group’s objectives by bringing a systematic, disciplined approach to evaluating and continually improving the effectiveness of its risk management and internal control processes. The Group Internal Audit Manager has a direct reporting line to the board via the Audit and Risk Committee.

**Principle 8 – Remunerate fairly and responsibly**

**Remuneration & Nomination Committee**
The Directors have established a combined Remuneration and Nomination Committee due to the relatively infrequent need to call upon the services of the previous Nomination Committee. The combined Remuneration and Nomination Committee consists of a minimum of three members with the majority of members required to be independent directors.

The Remuneration and Nomination Committee is specifically responsible for making recommendations to the Board in relation to setting policies for remuneration programs appropriate to the Group, remuneration and incentive schemes of senior management, reviewing the performance of the Chief Executive Officer on an annual basis, setting the Group’s recruitment, retention and termination policies and procedures for senior management, superannuation. The remuneration framework for directors and the approval of any report on
executive remuneration, which is required pursuant to any Listing Rule or legislative requirement or which is proposed for inclusion in the Annual Report.

The Board has adopted a specific clawback clause to be included in grant letters for deferred equity whereby any unvested Performance Rights shall be subject to potential lapse, cancellation, rescission or other action in the event that the Group becomes aware of any misstatement in its financial statements for any of the immediately preceding 3 financial years due to:

1. a material non-compliance with any financial reporting requirement;
2. the misconduct of any Key Management Personnel; or
3. the misconduct of any of its other employees, contractors or advisers as a result of the direction (or lack of direction) by any member of the Key Management Personnel.

To the extent that the Performance Rights granted exceed the number, metrics or outcome that would have been applied had the misstatement not been made, then the Group may cause the deferred vesting or lapse of unvested Performance Rights representing all or part of the grant.

### People Practices

The Group is committed to the wellbeing and development of its employees. The Directors believe that the Group’s employees are vital to the success of the Group.

#### Employment

Total number of employees by division, age and gender are set out below:

![Employee Numbers (AU/NZ)](image)

<table>
<thead>
<tr>
<th>Division</th>
<th>Male</th>
<th>Female</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Theme Parks</td>
<td>479</td>
<td>725</td>
<td>1,204</td>
</tr>
<tr>
<td>Bowling</td>
<td>750</td>
<td>1,102</td>
<td>1,852</td>
</tr>
<tr>
<td>Health Clubs</td>
<td>864</td>
<td>2,537</td>
<td>3,401</td>
</tr>
<tr>
<td>Marinas</td>
<td>46</td>
<td>20</td>
<td>66</td>
</tr>
<tr>
<td>Head Office</td>
<td>67</td>
<td>35</td>
<td>102</td>
</tr>
<tr>
<td>Total</td>
<td>2,206</td>
<td>4,419</td>
<td>6,625</td>
</tr>
</tbody>
</table>
The Group offers benefits in line with industrial relations instruments including awards and enterprise bargaining agreements. In addition, the Group has adopted a policy for flexible working arrangements and paid maternity leave beyond the statutory minimum.

**Gender Composition**

In May 2015, the Group submitted its annual report to the Workplace Gender Equality Agency with organisational data relating to gender equality. The following chart highlights the percentage of female employees across various organisational levels benchmarked against a broad industry peer group.
Gender Pay Gap

The Australian National Gender Pay Gap announced by the WGEA in September 2015 was 17.9% for full-time employees. The graph below shows the Group's annualised average results for the gender pay gap compared with benchmarked industry data from the WGEA. The chart indicates that the Group has reduced the gender pay gap from 8.8% to 1.1% based upon base salary levels. This contrasts to the industry peer group gap of 12.9% and the national average of 17.9%.

![Graph showing gender pay gap reduction]

Employee Engagement

The Group undertakes annual employee engagement surveys in both Australia/New Zealand and the United States. In the past survey questions have been geographically specific however going forward the Group intends to standardise the surveys to allow direct comparison across the Group.

The Australian engagement survey was completed in July 2015 and consisted of 54 questions. The questions were broadly categorised into the following competency areas:

- Customer Experience;
- Engagement;
- Participation;
- Strategy;
- Structure;
- Team; and
- Wellbeing.

The completion rate for the Group was 70.62% with an overall engagement score of 74.21% (2014: 74.71%). A number of action items have been developed to address areas of concern identified in the survey.

Report Effective Date:
31 December 2015