

2022

**SUSTAINABILITY**  
REPORT

vivid**three**

# TABLE OF CONTENTS

<b>ABOUT THIS REPORT</b>	<b>1</b>
<b>BOARD STATEMENT</b>	<b>2</b>
<b>ABOUT VIVIDTHREE</b>	<b>3</b>
<b>SUSTAINABILITY APPROACH</b>	<b>4</b>
Stakeholder Governance	4
Stakeholder Engagement	5
Materiality Assessment	6
<b>MATERIAL TOPICS</b>	
Economic Performance	7
Environmental Protection	9
Employment	10
Corporate Governance	12
Compliance	13
Intellectual Property Rights Protection	14
<b>GRI CONTENT INDEX</b>	<b>15</b>

## **Sponsor Statement**

This Sustainability Report has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. ("**Sponsor**") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").

This Sustainability Report has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this Sustainability Report, including the correctness of any of the statements or opinions made or reports contained in this Sustainability Report.

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# ABOUT THIS REPORT

Vividthree Holdings Ltd (the “**Company**”, and together with its subsidiaries, the “**Group**” or “**Vividthree**”) is pleased to present our fourth sustainability report covering the sustainability performance of our most material issues for the financial year ended 31 March 2022 (“**FY2022**”).

This report was prepared in accordance with the Global Reporting Initiative (“**GRI**”) Standards – Core Option, chosen for its forward-looking approach, flexible reporting structure, and the ease of mapping the standards to the Company’s policies and initiatives. The report also conforms with Rules 711A and 711B and Practice Note 7F of Listing Manual Section B: Rules of the Catalist of the Singapore Exchange Securities Trading Limited (“**SGX**”).

We have collated data and information on the Group’s policies, practices and performance pertaining to our most material Environment, Social, and Governance (“**ESG**”) factors for the period from 1 April 2021 to 31 March 2022. All data has been compiled and verified internally, and we have not yet engaged an independent third party to provide external assurance on the contents of our sustainability report. The Board will consider seeking external assurance in the future as we mature in our sustainability journey.

In the preparation of this report, we have incorporated the following GRI principles:

<b>Sustainability Context</b>	<b>Stakeholder Inclusiveness</b>
Presenting Vividthree’s actions and performance within the wider context of sustainability	Identifying key stakeholder groups and proactively responding to their expectations and interests
<b>Materiality</b>	<b>Completeness</b>
Focusing on operational activities that impact ESG factors and influence stakeholders' decision	Providing comprehensive and precise information for our stakeholders to review the Group's performance

We are fully committed to listening to our stakeholders and we welcome your feedback on this report and any aspect of our sustainability performance at [contact@vividthree.com](mailto:contact@vividthree.com).

To reduce the resources used in the production of this report, physical copies of this report will not be printed. Instead, we invite stakeholders to view the electronic version of this report made available on our corporate website, [www.vividthreeholdings.com](http://www.vividthreeholdings.com). A copy of this report has also been made available on the SGX-ST website, at [www.sgx.com/securities/company-announcements](http://www.sgx.com/securities/company-announcements).

# BOARD STATEMENT

The Board of Directors (the “**Board**”) is pleased to present Vividthree’s sustainability report for FY2022, where we share about the progress the Group has made in its sustainability journey throughout the year.

Vividthree has always sought to transform the entertainment industry by leveraging on innovative digital technologies to deliver immersive Next-generation experiences for our audiences. At the same time, we recognise the potential for multi-media content to showcase the limitless possibilities of what a sustainable future could look like, inspire change and spark public discourse on how we can work towards making this future a reality.

The past year has brought about both unique challenges and opportunities for Vividthree. Between the disruptive impact of the COVID-19 pandemic on the events industry and the accelerated transformation of the digital sphere, Vividthree has had to quickly adapt to the new ‘normal’ by branching out into new sectors and diversifying our revenue streams. Even so, the Board remains committed to delivering long-term value for all our stakeholders.

In FY2022, we invested in GammaR Pte. Ltd. (“**GammaR**”) to push into the NFT and blockchain gaming industry. At the same time, we have entered into a partnership with JVS Management Holding Pte. Ltd. (“**JVS**”) for Filecoin mining, a peer-to-peer blockchain network which allows large amount of data to be stored at hypercompetitive prices, and Vividthree is not expected to make any major investment in the mining operations. We remain on a search for new opportunities to further our reach and capabilities within the digital entertainment sphere.

At the same time, we recognise the importance of aligning the Group’s strategic direction with our sustainability efforts. Even as we pursue new collaborations and partnerships, we remain committed in doing what is best for our stakeholders. This means bringing unique multi-media experiences to our audiences, minimising our environmental footprint, and providing our employees with a safe and conducive work environment. Throughout the pandemic, we have sought to manage shareholders’ expectations of the Group’s performance by providing them with twice-yearly financial reporting and timely announcements on any material changes to our business operations.

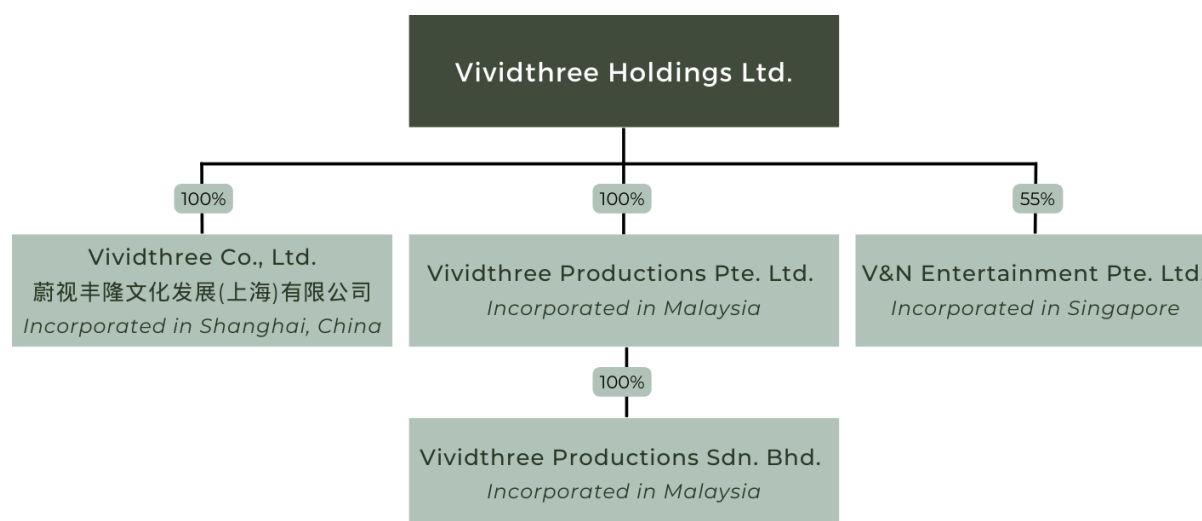
As Vividthree continues to reinvent itself with the aim of ensuring the sustainable growth of the Group, we would like to extend our appreciation to our employees, customers, business partners and investors for joining us on this journey. We look forward to sharing our achievement with our valued stakeholders in the years to come.

# ABOUT VIVIDTHREE

From our humble beginnings in 2006 as a digital media company with six employees, Vividthree has since grown to become the first Immersive Digital Content Production Powerhouse to be listed on SGX Catalist (SGX Stock Code: OMK).

Headquartered in Singapore but with a strong network presence in Malaysia and China, Vividthree is a leading service provider within the Digital Entertainment and Out-of-Home Entertainment sectors. With a primary focus on Post-Production and Content Production Services, Vividthree leverages innovative cutting-edge technologies and the creativity of our team to develop bespoke multi-media experiences for a worldwide audience.

As of 31 March 2022, our Group Structure is as follows:



Vividthree Holdings Ltd. is also a subsidiary of SGX Mainboard-listed mm2 Asia Ltd. (SGX Stock Code: 1B0), a producer of film, television and online content.

Specialising in visual effects, virtual reality and computer-generated imagery, we consider it our mission to connect, deliver and explore new media across channels and usher in the next generation of digital entertainment. Driven by our vision of becoming Asia's best immersive digital content producer, we strive to engage audiences by bringing stories and experiences to life.

Vividthree also considers developing local talents from the countries we operate in to be vital for the continued success and growth of the film industry. Over the years, we have been hosting regular online sharing sessions to provide youths who are interested in post-production work with a glimpse into the inner workings of the industry.

For more details on the Company, do visit us at <https://www.vividthree.com/>.

# SUSTAINABILITY APPROACH

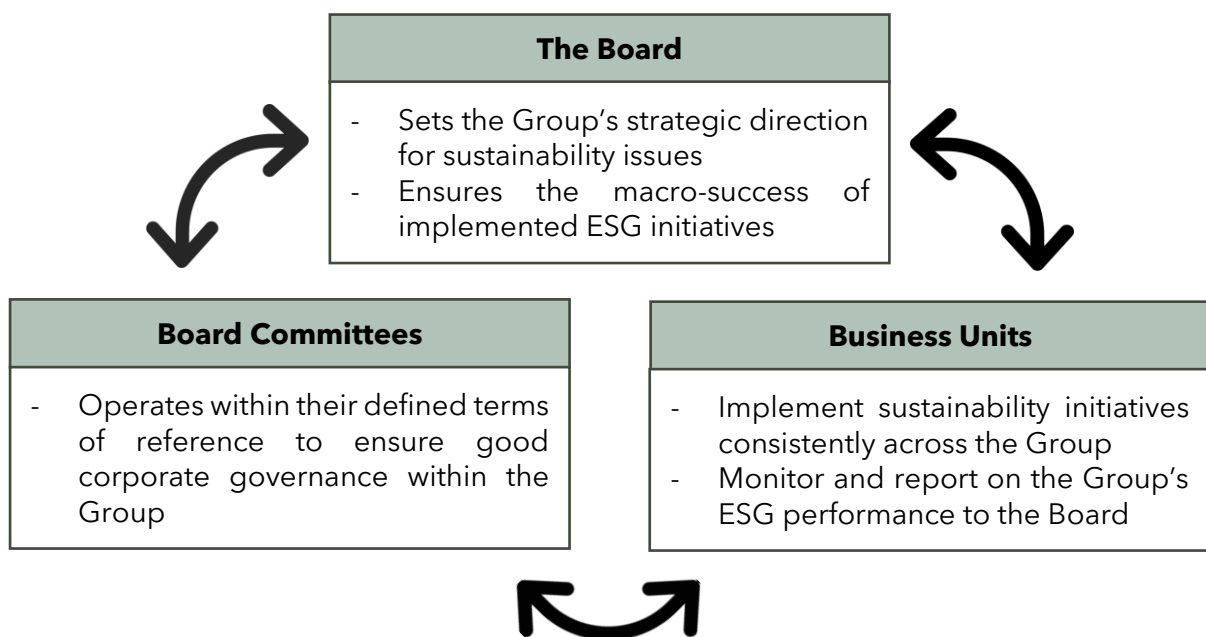
At Vividthree, we take an approach that is focused on the long-term success of the Company, and we are committed to strengthening and expanding our efforts towards a sustainable future. Not only do we adopt the highest standards of ethical business conduct and good corporate governance across different aspects of our operations, but we also encourage our business partners to do the same. Together, we can work towards a future where we can make a positive impact on the world.

## Sustainability Governance

When it comes to creating a culture that embraces sustainability in all that we do, we believe it is important to set the right tone from the top. As such, the Board of Directors is charged with driving the sustainability agenda across the Group, maintaining broad oversight over Vividthree's ESG performance every year.

The Board is supported by the Audit Committee, Nominating Committee, and Remuneration Committee ("**Board Committees**"). Together, they can effectively deal with complex or specialised issues and make recommendations for action to the full board, which retains collective responsibility for decision making.

Working closely with the Board and the Board Committees, the management of each Business Unit is responsible for implementing sustainability initiatives across the Group. They do so by first setting strategic objectives that are aligned with the Group's commitment to sustainable development, then developing new initiatives that build on the Group's sustainability efforts, and finally, monitoring the progress made for each ESG factors highlighted in the annual sustainability report.



# SUSTAINABILITY APPROACH

## Stakeholder Engagement

At Vividthree, we consider effective stakeholder relationship management to be fundamental to our continued success and growth. After all, sustainability is not simply about reducing our negative impact on the environment. It also encompasses supporting our employees, customers, business partners and local communities by ensuring they are treated with respect and provided with opportunities to thrive.

Our key stakeholder groups include those affected by, with influence over, and or interest in the long-term success of the Company, and we take a multi-pronged approach to communicating with them on their interests and concerns, as outlined in the following table.

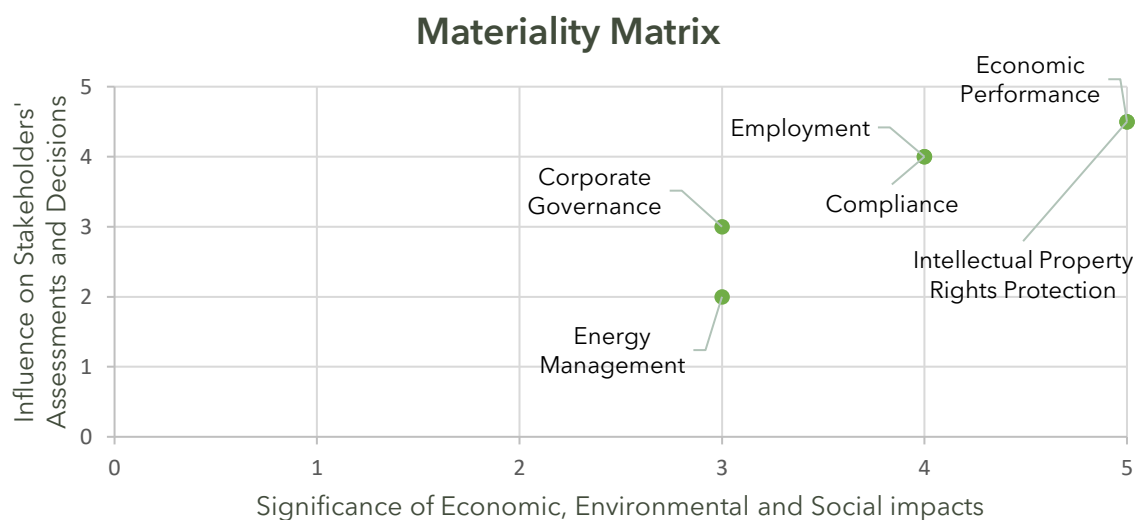
Stakeholder Group	Engagement Platforms	Stakeholders' Expectation
Customers	<ul style="list-style-type: none"> <li>- Online feedback channels</li> <li>- Customer service hotlines</li> <li>- Business events</li> </ul>	<ul style="list-style-type: none"> <li>- Delivery of quality content and services that are well-aligned with their needs</li> </ul>
Employees	<ul style="list-style-type: none"> <li>- Orientation programme</li> <li>- Annual performance and career development reviews</li> <li>- Periodic staff gatherings</li> </ul>	<ul style="list-style-type: none"> <li>- Competitive remuneration packages</li> <li>- Career advancement opportunities</li> </ul>
Business Partners	<ul style="list-style-type: none"> <li>- Digital conferencing calls and email correspondence, as required</li> </ul>	<ul style="list-style-type: none"> <li>- Fair purchasing practices</li> <li>- Protection of Intellectual Property ("IP") rights</li> </ul>
Investors	<ul style="list-style-type: none"> <li>- Annual General Meetings</li> <li>- Periodic SGX announcements, media releases, and circulars to shareholders</li> </ul>	<ul style="list-style-type: none"> <li>- Sustained economic growth</li> <li>- Transparent business conduct</li> <li>- Timely reporting of financial statements</li> </ul>
Governments & Regulators	<ul style="list-style-type: none"> <li>- Discussions with government agencies and regulators, as required</li> </ul>	<ul style="list-style-type: none"> <li>- Timely compliance with governmental regulations</li> </ul>
Local Community	<ul style="list-style-type: none"> <li>- Online feedback channels</li> <li>- Community development initiatives</li> </ul>	<ul style="list-style-type: none"> <li>- Creating engaging content for the community</li> </ul>

# SUSTAINABILITY APPROACH

## Materiality Assessment

As a Group, we recognise the importance of identifying our most significant ESG risks and opportunities, as this can help streamline the process of us developing a successful sustainability strategy.

By conducting a materiality assessment in FY2021, Vividthree was able to identify, assess and prioritise ESG factors based on (a) how much they influence our key stakeholders' assessments and decisions and (b) how much they impact the economy, environment, and society. In positioning each ESG factor within the following materiality matrix, we have considered the unique sustainability context of the industry Vividthree is operating within, while also incorporating the insightful feedback we have received from our stakeholders.



We continue to review these material ESG factors, and their corresponding policies, practices, performance and targets on an annual basis. This year, we have decided to retain the same material topics as those disclosed in the previous financial year ("**FY2021**"), as follows:

1. **Economic Performance** - Monetary value generated by the Group's activities.
2. **Energy Management** - Management and optimisation of electricity consumption levels across our business operations.
3. **Employment** - Fair employment practices to attract, retain and develop top level talents for all our business segments.
4. **Corporate Governance** - Policies in place to uphold good corporate governance.
5. **Compliance** - Compliance to relevant laws and regulations in the locales we operate in.
6. **Intellectual Property Rights Protection** - Measures in place to manage the Group's intellectual property.



# MATERIAL TOPICS

## Economic Performance

Vividthree has always sought to deliver sustainable returns to our stakeholders in the long run, and we consider this to be a top priority for the organisation.

Since the COVID-19 pandemic, the Group's bottom-line has been negatively affected, especially since social distancing requirements and international travel restrictions led to the suspension of MICE events and a slow-down in the demand for live content production in outdoor entertainment venues. With the easing of COVID-19 restrictions in Singapore and Malaysia, the Group's business has been steadily recovering from the impact of the COVID-19 pandemic over the past year.

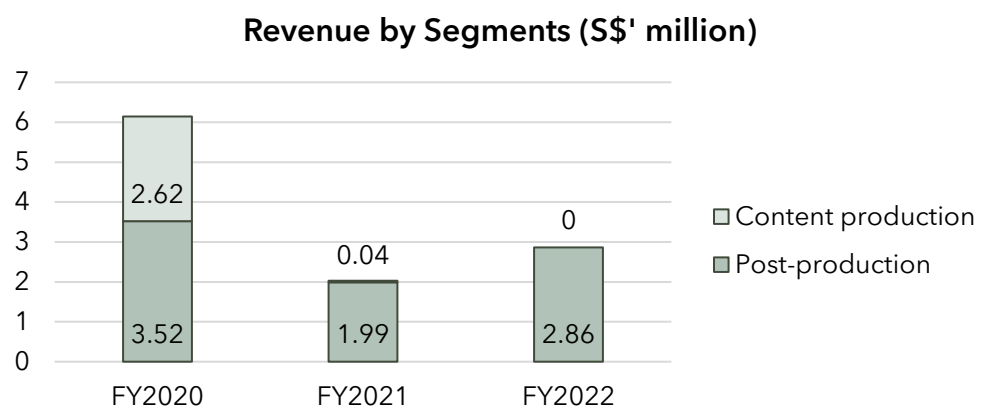
The Group's revenue has increased by S\$0.83 million, or 40.9%, from S\$2.03 million in FY2021 to S\$2.86 million in FY2022. However, we saw an overall increase in gross and net losses across the Group, due to increases in staff costs as we restored employee wages to pre-COVID levels and other expenses, including but not limited to amortisation and credit losses on trade and other receivables. The Group also received approximately S\$117,300 in grants from the Singapore government. These grants included the Jobs Support Scheme ("JSS"), Wages Credit Scheme, Temporary Employment Credit, Special Government Credit and government-paid maternity/paternity leave.

<b>Direct Economic Value Generated</b>			
	<b>FY2020</b>	<b>FY2021</b>	<b>FY2022</b>
<b>Revenue (S\$' million)</b>	6.14	2.03	2.86
<b>Gross Profit/(Loss) (S\$' million)</b>	2.05	(1.63)	(1.87)
<b>Net Profit/(Loss) (S\$' million)</b>	(0.76)	(4.51)	(5.83)

<b>Direct Economic Value Distributed</b>		
	<b>FY2021</b>	<b>FY2022</b>
<b>Operating costs (S\$' million)</b>	1.65	1.33
<b>Staff costs (S\$' million)</b>	2.66	3.20
<b>Other expenses (S\$' million)</b>	2.23	4.16

# MATERIAL TOPICS

Vividthree's post-production segment continues to underpin a stable revenue base for the Group. In FY2022, our production teams were able to secure and complete higher value post-production projects, registering a higher revenue for this segment. On the other hand, no revenue has been recorded in our content production segment, which remains heavily affected by COVID-19 restrictions on outdoor entertainment imposed by the respective governments in Singapore, Malaysia and China.



The Group has also sought to enter a new phase of growth by enlarging our portfolio of IPs and investing in new technologies.

In December 2021, the Group launched our first nonfungible token ("**NFT**") on Opensea.io, the world's largest NFT marketplace. The NFT was based on Vividthree's popular IP, 'Silent Horror', a supernatural horror themed webcomic series that has amassed over 100 million views online since February 2015.

In January 2022, the Group expanded into the blockchain gaming industry by agreeing to subscribe for convertible loan notes of up to S\$4.08 million convertible loan notes in GammaR. Our partnership with GammaR will provide us with a source of gaming IPs and help us to tap on the rising popularity of digital assets.

Later in the same month, Vividthree also formed an exclusive, two-year joint development partnership with JVS for Filecoin mining, a ground-breaking technology that stores data in a decentralised form at a much lower cost than traditional cloud-based storage services. This partnership will allow the Group to leverage on the developing Web3.0 mega-trend and the global surge in data storage demand without having to make any major investment in the mining operations.

With the easing of COVID-19 restrictions, the Group is doubling down on our efforts to recover the content production segment, as we work towards securing more government-funded projects and re-establishing collaborations with local or overseas partners on large-scale events. We remain cautiously optimistic that the Group will be able to emerge stronger from the pandemic.

# MATERIAL TOPICS

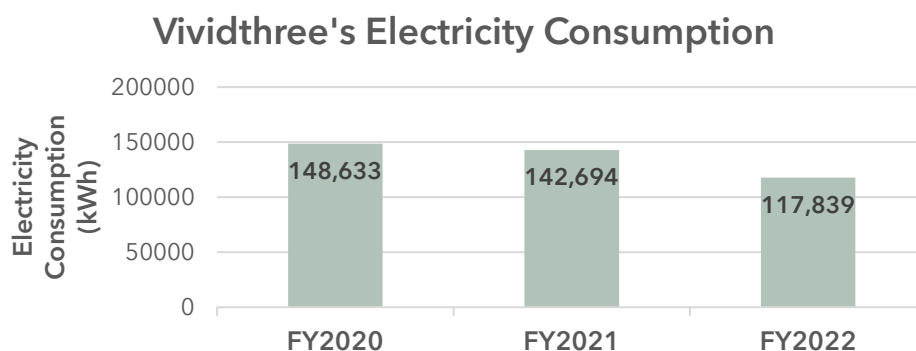
## Energy Management

It is inevitable that we consume energy over the course of our day-to-day operations as we develop and produce immersive digital content for our customers. In fact, much of the Group's electricity consumption from our operations in Singapore stems from the use of digital equipment, VR technology, air-conditioning and lighting systems in our offices.

That said, the Group remains undeterred in implementing energy-saving initiatives within the workplace. We encourage employees to maintain the air-conditioning temperature at 25-27°C to save electricity. In addition, we regularly maintain our air-conditioner units, either replacing or cleaning the filters for optimal efficiency, thus further reducing electricity consumption. As and when existing light fixtures burn out, we do also replace them with well-sourced, highly efficient and energy-saving LED lights.

In recognition of the benefits of remote working, Vividthree also offers our employees the option to work from home for a few days each week. Not only does partial remote working reduce energy usage in the office, it also allows our employees to spend less time and money travelling to and from the workplace every day.

In FY2022, the Group logged a 17% decrease in electricity consumption as compared to FY2021, amounting to a total electricity usage of 117,839 kWh. The reduction in energy consumption within the organisation can be attributed to our energy-saving initiatives and the fact that more employees had to work from home due to COVID-19 restrictions in the first half of FY2022. In addition, we have reduced our office space from 782.9 square metres to 312.50 square metres, further reducing our electricity consumption.



As COVID-19 restrictions ease, our staff have gradually returned to working in the office, while some have opted for a hybrid working arrangement. As more staff return to the office, we expect that electricity consumption will increase from FY2022's record low to below or at the same level as FY2021 and FY2020. To this end, we will diligently monitor our monthly electricity consumption, actively promote energy-saving initiatives within the workplace and continue to research on cost-effective, energy-saving devices that can be used in our operations.

# MATERIAL TOPICS

## **Employment**

At Vividthree, we believe that our employees are fundamental to the Group's success, and we make a continuous effort to provide our employees with opportunities for personal and professional growth within a safe and conducive working environment.

### **Talent Recruitment**

We take a multi-pronged approach to attracting talented and creative employees with specialised skillsets in digital media technology. As an equal opportunity employer, Vividthree's recruitment and selection process is strictly based on applicants' education level, skillsets, and professional experience. We advertise on multiple job portals to extend our reach and offer competitive salaries to all prospective employees. We also provide hands-on training for new joiners to familiarise themselves with our product lines and service offerings.

### **Talent Retention**

We strive to create a positive workplace culture where employees are motivated and put their best foot forward. Over the years, we have consistently encouraged our employees to apply for and attend skills upgrading courses in disciplines relevant to their job scope. We consider team building to be important, and we regularly engage our employees in virtual meetings and physical gatherings to build team cohesiveness.

Vividthree is now also transitioning to a hybrid work model, where employees are given more flexibility to decide how and where they would like to work. This eliminates unnecessary commute time for our employees and improves their work-life balance.

To safeguard the well-being of our employees, the Group has also abided by all relevant advisories on Safe Management Measures in the workplace throughout the COVID-19 pandemic.

### **Diversity & Fair Employment**

We recognise the value of having a diverse workforce, and we believe that having various perspectives and ideas can help us gain a competitive edge. We value all our employees, regardless of gender, race, marital status or age, and believe that everyone should be treated with dignity and respect.

Our employment policies are well-aligned with the Tripartite Guidelines on Fair Employment Practices. We recruit based on merit and reward employees fairly based on their contributions to the Group. We comply with labour laws relating to non-discrimination in the workplace, and we have in place open communication channels where employees can provide feedback on how their working experience can be further improved.

# MATERIAL TOPICS

## Employment (cont.)

The Group remains committed to supporting our employees through these challenging times, and we are glad to announce that our employee headcount has remained relatively stable throughout the COVID-19 pandemic. As of 31 March 2022, the Group had a total of 45 employees.

The tables below provide a breakdown of our workforce by gender, age groups and job functions.

By Gender	FY2020	FY2021	FY2022
Male	33	33	29
Female	16	15	16

By Age Group	FY2020	FY2021	FY2022
Below 30 years old	25	23	16
31 to 40 years old	17	16	20
41 to 55 years old	7	8	9
Above 55 years old	0	1	0

By Job Function	FY2020	FY2021	FY2022
Management	5	6	5
Production Staff	37	35	34
Operation Staff	7	7	6

In addition, we are pleased to share that there were zero reported incidents of discrimination recorded by the Group in FY2022.

Vividthree's philosophy has always been to recruit and retain our employees by promoting a positive, discrimination-free workplace culture and gaining their respect and loyalty as a result. In FY2023, we aim to preserve our record of having zero reported cases of workplace discrimination, and we seek to either maintain or improve upon the gender ratio of our workforce.

# MATERIAL TOPICS

## **Corporate Governance**

The Group strives to uphold the highest standards of corporate governance in every aspect of our business operations. Our efforts are underpinned by our culture of transparency and accountability, sound risk management and the robust internal controls we have put in place. To ensure that our employees behave with professional integrity in the workplace, we have implemented policies to clearly communicate the values and principles of the Group to our employees, as follows:

### **Conflict of Interest ("COI") Policy**

The Group maintains a robust COI policy, made known to all employees on a regular basis, to facilitate the reporting and management of any potential COI. This helps to ensure that all transactions carried out by the Group are in its interests and not for any individual's private benefit. All declarations of potential COI are then referred to the Audit Committee for review, resolution and/or mitigation.

In FY2022, no declarations or reports of potential COI were made.

### **Whistleblowing Policy**

The Group also takes a zero-tolerance approach to fraud, bribery, corruption, and any dishonest practices within the workplace. We have put in place an internal whistleblowing channel for whistleblowers to confidentially report any suspected cases of misconduct. All information received via this channel is treated with utmost confidence, with access given to only the designated personnel in charge of conducting the investigation.

To date, there has been no reports received through the whistleblowing mechanism, and there was also zero confirmed incidents of corruption within the organisation during the reporting period.

Going forward, the Group targets to maintain zero reported incident of fraud, dishonesty or corruption.

# MATERIAL TOPICS

## **Compliance**

Vividthree is committed to acting fairly and ethically in all our business endeavours. We observe this principle by closely adhering to all relevant laws and regulations in the jurisdictions in which we operate.

Specifically, these include but are not limited to:

### **Censorship and classification guidelines**

A significant portion of our business activities revolves around content creation and storytelling, where we work with our clients through the process of script development, storyboarding and animation. It is thus important for us to ensure that the produced contents comply with the censorship and classification regulations and guidelines of the countries they are produced in and distributed to.

Under the Films Act (Chapter 107) of Singapore, all movies, videos and video games distributed and exhibited, except for certain categories, must be submitted to the Infocomm Media Development Authority ("**IMDA**") for classification and certification. Meanwhile, in Malaysia, regulations and licensing requirements for film-production and television commercial advertisements are administered by the National Film Development Corporation Malaysia ("**FINAS**").

### **Filming licenses and approvals**

As and when we need to film outside the studio, the Group has in place protocols for seeking the necessary licenses and approvals from the relevant government authorities or property owners for location usage before the commencement of each project.

In FY2022, there were no reported cases of non-compliance with local laws and regulations, (including but not limited to the Films Act and FINAS Act 1981) in our daily business activities, same as in FY2021.

In the years to come, Vividthree targets to maintain zero incidents of reported non-compliance with local laws and regulations, and we will continue to closely monitor changes and updates to these local laws and regulations.

# MATERIAL TOPICS

## Intellectual Property Rights Protection

Vividthree relies heavily on the development and use of digital intellectual property (“IP”) to build a competitive advantage for itself within the digital production sector. As part of our long-term strategy to beef up our IP library, we have been exploring opportunities in the fast-growing NFT gaming sector to boost our revenue streams.

Due to the nature of our business, we understand that Vividthree is highly vulnerable to internal and external IP-related risks. To protect our IP rights, we have designated a corporate business development team to handling all IP-related matters within the Group. In addition, we have included confidentiality provisions in our employment contracts with our employees for added security.

Even so, we cannot be assured that we will not be accused of infringing any third-party IP rights in the future. Vividthree uses a combination of legal protections like copyrights, trademarks, and contractual agreements to establish our IP rights over a growing list of digital assets. This provides Vividthree with legal documentation to safeguard ourselves against any potential infringement of third parties’ rights.

The Group’s intellectual property include the following:

Type	Description
<b>Copyrights</b>	The Group owns the copyrights to the visual elements, story boards, characters and synopses that we create for our virtual reality products, based on their individual licensing agreements.
<b>Trademarks</b>	We have registered the “Vividthree Productions” trademark in Singapore, Malaysia and China.
<b>Domain Names</b>	The Group owns and maintains a list of Domain Names. We periodically review this list to ensure Domain Names owned by the Group are recorded, paid for, and aligned with our Group’s development.

In FY2022, there were no reported cases of infringement of Intellectual Property Rights made against the Group.

Moving forward, our corporate business development team will continue to monitor our IP rights and the registration of trademarks and copyrights in the respective countries we operate in or plan to expand to. This will help protect the Group against potential internal or external IP-related risks.



# GRI CONTENT INDEX

GRI Standards		Page References & Remarks
<i>General Disclosures</i>		
Organisational Profile		
102-1	Name of the organisation	Page 1
102-2	Activities, brands, products, and services	Page 3
102-3	Location of headquarters	Page 3
102-4	Location of operations	Page 3
102-5	Ownership and legal form	Page 3
102-6	Markets served	Page 3
102-7	Scale of the organisation	Page 3
102-8	Information on employees and other workers	Pages 10 - 11
102-9	Supply chain	Page 5 - Engagement with business partners
102-10	Significant changes to the organization and its supply chain	No change
102-11	Precautionary principle or approach	Not applicable
102-12	External initiatives	Page 3
102-13	Membership of associations	Not applicable
Strategy		
102-14	Statement from senior decision-maker	Page 2
Ethics and Integrity		
102-16	Values, principles, standards, and norms of behaviour	Page 3
Governance		
102-18	Governance structure	Page 4
Stakeholder Engagement		
102-40	List of stakeholder groups	Page 5
102-41	Collective bargaining agreements	Not applicable
102-42	Identifying and selecting stakeholders	Page 5
102-43	Approach to stakeholder engagement	Page 5
102-44	Key topics and concerns raised	Page 5

# GRI CONTENT INDEX

GRI Standards		Page References & Remarks
<i>General Disclosures</i>		
Reporting Practice		
102-45	Entities included in the consolidated financial statements	Annual Report 2022 - Investments in Subsidiaries
102-46	Defining report content and topic boundaries	Page 1
102-47	List of material topics	Page 6
102-48	Restatements of information	No restatements
102-49	Changes in reporting	No changes
102-50	Reporting period	Page 1
102-51	Date of most recent report	31 August 2021
102-52	Reporting cycle	Page 1
102-53	Contact point for questions regarding the report	Page 1
102-54	Claims of reporting in accordance with the GRI Standards	Page 1
102-55	GRI content index	Pages 15 - 16
102-56	External assurance	Page 1
<i>Material Topics</i>		
Economic Performance		
103-1	Explanation of the material topic and its Boundary	Pages 6 - 14
103-2	The management approach and its components	Pages 6 - 14
103-3	Evaluation of the management approach	Pages 6 - 14
201-1	Direct economic value generated and distributed	Pages 7 - 8
201-4	Financial assistance received from government	Pages 7 - 8
Anti-Corruption		
205-3	Confirmed incidents of corruption and actions taken	Page 12
Energy		
302-1	Energy consumption within the organisation	Page 9
302-4	Reduction of energy consumption	Page 9
Diversity and Equal Opportunity		
405-1	Diversity of governance bodies and employees	Pages 10 - 11
Socioeconomic Compliance		
419-1	Confirmed incidents of non-compliance with laws and/or regulations	Pages 13 - 14