TSH CORPORATION LIMITED

Sustainability Report
Financial Year Ended 31 December 2020



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This report has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). This report has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this report, including the correctness of any of the statements or opinions made or reports contained in this report.

The contact persons for the Sponsor is Mr David Yeong (Tel: (65) 6232 3210) at Robinson Road, #21-00 AIA Tower, Singapore 048542.

BOARD STATEMENT 102-14

Dear Stakeholders,

On behalf of the board of directors ("Board" or "Directors") of TSH Corporation Limited ("TSH"), I am pleased to present our first sustainability report for the financial year ended 31 December 2020 ("FY2020").

This Report is set out on a 'comply or explain' basis in accordance with Rule 711B and Practice Notice 7F of the SGX-ST Listing Manual Section B: Rules of Catalist. It also draws on the internationally recognized framework, the Global Reporting Initiative's ("GRI") Sustainability Reporting Standards.

The pandemic situation in 2020 has highlighted to us the importance of sustainability. The Board has considered sustainability issues as part of its strategic formulation, and determined the material ESG factors and overseen the management and monitoring of the material ESG factors.

We aim to inform our stakeholders about our sustainability efforts in a transparent and accountable manner. The report shares the Group's strategies, policies, practices and performance in relation to material economic, environmental, social and governance ("ESG") issues. We have identified 11 indicators that matter most to our business, internal and external stakeholders and will oversee the management and monitoring of these material ESG factors.

These material issues are accounted for through the following five sustainability strategies.



ECONOMIC PERFORMANCE

We believe in the creation of long-term economic value and consistent economic performance for the Group.

The Group generates revenue primarily through our offering of premium whiskies and cocktails, and operating six outlets covering five distinct concepts, namely, Quaich Bar, The Other Room, The Other Roof, Copper and Signature Reserve.

INTEGRITY

The Board is committed to maintaining a high standard of corporate governance within the Company and its subsidiaries (the "Group") to achieve greater transparency and to protect the interests of its shareholders.

Good corporate governance establishes and maintains an ethical environment in the Group, which strives to enhance the interests of the shareholders of the Company (the "Shareholders").

SUSTAINABILITY

It is essential to practice responsible stewardship of the environment to safeguard our finite resources. The Group supports global sustainability efforts in building a clean and green city for all to live, work and play in.

We remain conscious of our energy and water footprints and look for ways to reduce them while balancing our needs.

HEALTH AND SAFETY

We are committed to ensuring the quality and safety of our products. It is important to us that the quality of our food and beverage products is maintained from the sourcing, manufacturing and delivery.

Additionally, with the outbreak of the coronavirus pandemic ("COVID-19"), we have stepped up our controls and implemented safe management measures at our workplace. This is on top of our policies on health and safety that are in place to protect all employees.

HUMAN CAPITAL

Being in the food and beverage industry, human capital is one of our greatest assets. Our team had 54 employees (43 full-time employees, 5 permanent part-time employees and 6 hourly rate employees) as at 31 December 2020 and we strive towards taking care of and developing them.

We provide learning opportunities and are constantly strengthening our human resource policies to ensure the retention and attraction of employees.

ACKNOWLEDGEMENT AND BUSINESS OUTLOOK

On behalf of the Board, we would like to express our gratitude to all our valued customers, vendors, and business partners for their unwavering support in the Company, especially in the past year in view of the pandemic.

Also, we would like to take this opportunity to express our heartfelt appreciation to our fellow Board members, management and all staff for their dedication and contributions during this trying time.

Last but not least, we would like to thank our shareholders for their continued confidence in our future. We will continue to work hard to tide through the challenging market conditions.

We appreciate having all our stakeholders join us on this journey to creating a more sustainable future. We look forward to the continued support of each and every one of you and a better year ahead.

Dr. Yu Lai Boon

Non-Executive Chairman and

Independent Director

Mr. Chua Khoon Hui
Chief Executive Officer
and Executive Director

ABOUT THE REPORT

Reporting Period 102-50 102-51 102-52

This is the first sustainability report of TSH.

It covers the period from 1 January 2020 to 31 December 2020.

Our sustainability report is published on an annual basis.

Reporting Framework 102-54 102-56

This Report has been prepared in accordance with the GRI Standards: Core option. GRI is selected as it is globally applicable and sets out general principles and indicators with respect to economic, environment and social factors.

The GRI content index and relevant references are provided on pages 23 to 25. The data and information provided for the purpose of this Report have not been verified by an independent third party.

We have relied on internal data monitoring and verification to ensure accuracy.

Reporting Scope 102-45

The data, statistics and improvement targets in this Report covers all of the operating subsidiaries of The Group, namely:

- TWS Pte Ltd (Quaich Bar at Waterfront Plaza, Copper and Signature Reserve)
- Quaich Pte Ltd (Quaich Bar at South Beach)
- The Other Room Pte Ltd (The Other Room)
- The Other Roof Pte Ltd (The Other Roof)
- Planet Spirits Pte Ltd (The Whiskey Store)

Feedback₁₀₂₋₅₃

Your views are important to us and we welcome feedback on this Report and any aspect of our sustainability performance.

You may provide feedback to esg@tshcorp.com.sg

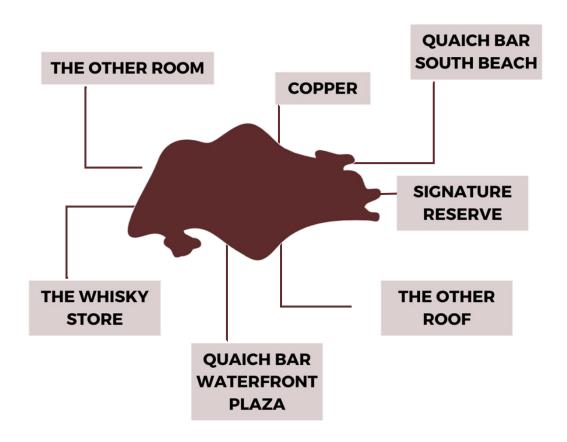
Governance Structure 102-18

A robust governance structure helps to ensure that TSH is committed to sustainability. As such, the Group's sustainability drive is spearheaded by the Executive Sustainability Committee which oversees the Group-wide sustainability strategies and initiatives.



ABOUT TSH

TSH focuses on offering premium whiskies and cocktails through our six outlets (Quaich Bar, The Other Room, The Other Roof, Copper and Signature Reserve) and one distribution point (The Whisky Store). The following diagram shows our various outlets and distribution point in Singapore.



Memberships & Associations 102-13

TSH is not a member of any industry or associations, national or international advocacy organisations.

Our Presence



Quaich Bar at Waterfront Plaza was opened in 2007 as Singapore's first dedicated whisky concept and Quaich Bar at South Beach Avenue was opened in 2016.

Each Quaich Bar stocks more than 200 different whisky labels with an emphasis on boutique single malt Scotch whiskies, and a sizeable range of selections of world whiskies including American, Irish, Indian and South African whiskies. Food, snacks and other alcoholic beverages such as beer, wine and other spirits are also offered.



The Other Room at Marriott Tang Plaza Hotel, opened in 2016, is a speakeasy-style cocktail bar with interior design inspired by the Prohibition era.

The outlet offers over 300 in-house cask finished products, which is unique in Singapore. The outlet also finishes spirits with spices, roots, teas, herbs, fruits, barks and coffee to obtain uniquely balanced flavour combinations. In addition, the outlet also offers food, snacks and conventional alcohol.



The Other Roof at Ann Siang Hill, opened in 2018, is an open-air rooftop café bar for the working crowd in the central business district.

The outlet offers a menu that focuses heavily on integrating tea infusions into cocktails with over 400 in-house tea-finished spirits and other alcoholic beverages including champagne, wine, non-alcoholic tea beverages as well as food and snacks.



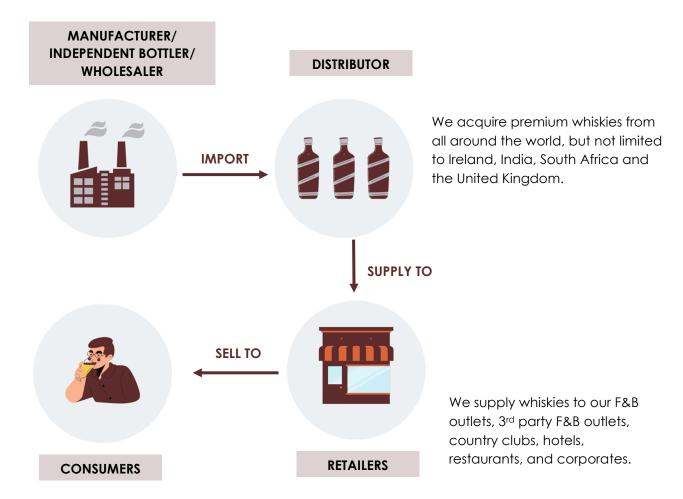
Copper at Lanson Place, opened in 2018, is a whisky-themed café bar oriented to a younger whisky drinking audience.

With the tagline "A Whisky Playground" and 100 whiskies from around the world, the outlet is a more casual establishment compared to Quaich Bar, and the menu emphasises whisky cocktails and carafe serves rather than just neat whisky by the glass or bottle.



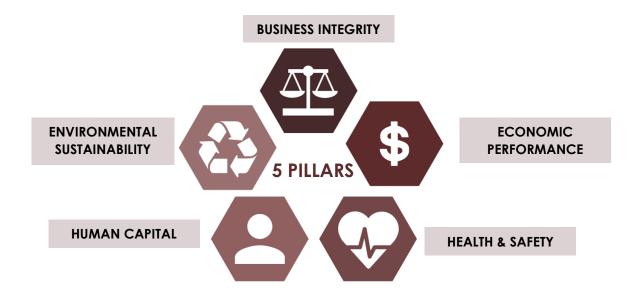
We import the whiskies from boutique distilleries, independent bottlers and wholesalers as well as other spirits, wines and liquors for our own outlets. In addition, we distribute on a wholesale basis to those who wish to purchase whiskies in volume. In 2020, we started the online retail sale of whiskies.

Our Supply Chain 102-9 102-10



SUSTAINABILITY APPROACH

Our Sustainability Strategy



These pillars, as part of our sustainability strategy, guide us in creating sustainable value for all our stakeholders. They have been formalised by our Executive Sustainability Committee and approved by the Board.

Stakeholder Engagement 102-40 102-42 102-43 102-44

Business decisions made by the Group consider the interests of our stakeholders who are or would be affected by our operations and decision-making processes.

Our stakeholders include employees; suppliers; customers; regulators; investors; and shareholders whom we have identified considering the economic, environmental, and social impacts of our business, across the supply chain.

Stakeholder engagement is important as we seek opportunities to manage our business in a sustainable manner.

Stakeholder Engagement 102-40 102-42 102-43 102-44

We continually engage our stakeholders in the performance of our business through various channels.



CUSTOMERS

EXPECTATIONS: Service and product quality and excellence, timely follow-up on customer feedback, information and data security **ENGAGEMENT PLATFORMS:** Feedback channels (i.e. email, telephone), direct customers communication, social media, corporate website and email

FREQUENCY: Daily basis through physical or digital interaction



EMPLOYEES

EXPECTATIONS: Occupational health and safety, fair labour practices and compensation, professional development **ENGAGEMENT PLATFORMS:** Training, grievance/ feedback channels, regular reviews and appraisals, staff memos

FREQUENCY: Important notices are published when required



SUPPLIERS

EXPECTATIONS: Clear two-way communication channels, timely feedback regarding product provided

ENGAGEMENT PLATFORMS: Ad-hoc meetings to address issues, emails, phone or video calls

FREQUENCY: Where necessary



REGULATORS

EXPECTATIONS: Corporate governance, transparent and timely communication of information, compliance with rules and legislation **ENGAGEMENT PLATFORMS:** Communications with sponsors through emails, phone or video calls, notices sent through emails or mails of updates on regulations, public news channels

FREQUENCY: As and when there are updates to regulations and statutes, half-yearly financial results announcements, as and when there are disclosures of material information



INVESTORS & SHAREHOLDERS

EXPECTATIONS: Financial performance and sustainability of the business, risk minimisation and stable rate of return, business resilience, business strategy and direction, corporate governance and compliance, transparent and timely communication of information **ENGAGEMENT PLATFORMS:** Annual general meetings ("AGM"), corporate website and email, results announcements and news releases **FREQUENCY:** At least annually through AGM with announcements made in a timely manner

Reporting Principles 102-46

We applied the GRI reporting principles – stakeholder inclusiveness, sustainability context, materiality and completeness – in defining the report content by considering the Group's activities, impact and substantive expectations and interests of our stakeholders.

Materiality Review Process 102-46 102-47

After consulting our external consultants, the relevant topics and indicators that are covered in our Report were selected based on our review of the economic, environmental, social and governance impacts which were most significant and based on our consideration of the topics that our stakeholders are most concerned with, after continuous stakeholder engagement.

The materiality assessment was subsequently endorsed by the Group's Executive Sustainability Committee. 11 topic specific indicators from the GRI's Sustainability Reporting Standards 2016, grouped into three main categories, were identified as relevant and material to the operations of the Group.

ENVIRONMENT

ENERGY 302-1

Energy consumption within the organisation

ENERGY 302-4

Reduction of energy consumption within the organisation

WATER AND EFFLUENTS 303-5

Water consumption

COMPLIANCE 307-1

Non-compliance with environmental laws and regulations

ECONOMIC

ECONOMIC PERFORMANCE 201-1

Direct economic value generated and distributed

ANTI-CORRUPTION 205-2

Communication and training on anti-corruption policies and procedures

ANTI-CORRUPTION 205-3

Confirmed incidents of corruption and actions taken

SOCIAL

EMPLOYMENT 401-1

New employee hires and employee turnover

OCCUPATIONAL HEALTH & SAFETY 403-1

Occupational health and safety management system

CUSTOMER HEALTH AND SAFETY 416-2

Incidents of non-compliance concerning the health and safety impacts of products and services

COMPLIANCE 419-1

Non-compliance with laws and regulations in the social and economic area

BUSINESS INTEGRITY

Communication on Integrity and Anti-Corruption 102-16 205-2

The Board is committed to fostering a culture of corporate compliance, ethical behaviour and good corporate governance to achieve greater transparency and to protect the interests of its shareholders.

Good corporate governance establishes and maintains an ethical environment in the Group, which strives to enhance the interests of our shareholders.

Anti-Corruption Policy 205-2 205-3

We take a zero-tolerance approach to bribery and corruption and we are committed to acting professionally, fairly and with integrity in all of our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery and corruption.

The purpose of this policy is to:

- a) set out our responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption
- b) provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues
- c) provide information and guidance on the giving or receipt of gifts and entertainment.

The policy highlights various examples that are equivalent to corruption and guides the employees what they must not do so that they are able to identify, deal and detect corruption.

This policy applies to all persons working for TSH or on their behalf in any capacity, including employees at all levels, directors, officers, crew, seconded workers, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with them, wherever located.

The details of the anti-corruption policy are disseminated to the employees of the Group upon hiring, through email and made available on the Company' website.

Employees are required to notify the HR Department or email to whistleblow@tshcorp.com.sg as soon as possible if they believe or suspect that a conflict with this policy has occurred, or may occur in the future.

We are pleased to report that there were zero confirmed incidents of corruption in FY2020. We aim to maintain this for FY2021.

Whistle-blowing Policy 205-2

We have put in place a whistle-blowing policy, endorsed by the audit committee of the Company ("AC"), where employees of the Group and any other persons including members of the public may, in confidence, raise concerns about the possible corporate improprieties in matters of financial reporting or other matters.

The Company has established this policy to enable any party to raise concerns about any malpractice(s) at an early stage and in the right way.

The details of the whistle-blowing policy are disseminated to the employees of the Group upon hiring, through email and made available on the Company' website.

Concerns may be raised in writing by email at whistleblow@tshcorp.com.sg to the AC Chairman, and the AC may request to carry out the investigation. All concerns raised will be independently assessed by the AC to ensure that they are fairly and properly considered.



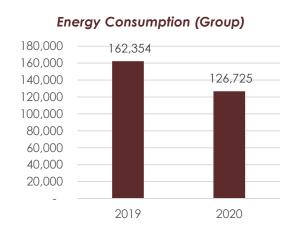
- Encourage employees or any parties to feel confident in raising serious concerns and to question and act upon their concerns timely rather than waiting for concrete proof
- Encourage and provide an avenue for employees or any parties to raise concerns within the Group, rather than ignoring a problem
- Reassure employees or any parties that if they raise any concerns in good faith and reasonably believe them to be true, they will be protected from possible reprisals or victimisation
- Ensure appropriate oversight by the Board of Directors
- Protect the rights of the Group
- Promote a culture of openness, accountability and integrity

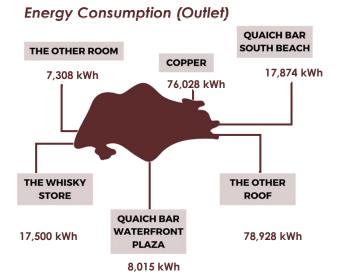
ENVIRONMENT

Energy Consumption and Actions Taken to Reduce Consumption 302-1 302-4

The Group's energy consumption is used to operate our four outlets and one distribution point across Singapore. The energy consumption is based on our electricity consumption and the data is derived from our utility bill.

In FY2020, the total energy consumption for the Group was 126,725 kWh*.





^{*} Consumption for The Other Roof Pte Ltd was excluded as the landlord was unable to provide the information for 2019. The electricity consumption for 2020 was 78,928 kWh which was not included in the above.

Our energy savings initiatives include the following:



Scheduling regular maintenance and servicing work for our airconditioning systems to ensure that they are running efficiently.



Using LED lights.



Replacing old and outdated kitchen equipment (excluding commercial products) with energy-efficient equipment with more ticks.



Reminding our employees to switch off electrical appliances when they are not in use and turn down the temperature of the fryer during the off-peak hour.

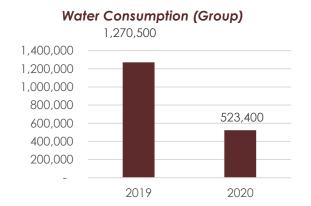


Turn off the dishwasher when not in use. Running the dishwasher at full load or the end of the day.

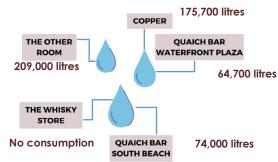
FY2021 TARGET: Due to COVID-19, we are unable to determine our electricity consumption at full operational capacity. As such, the management will reassess the target next year.

Water Consumption 303-5

The Group's water consumption is used to operate our four outlets and one distribution point across Singapore. The water consumption data is derived from our utility bill. In FY2020, the total water consumption for the Group was 523,400 litres*.



Water Consumption (Outlet)



^{*} Consumption for The Other Roof Pte Ltd was excluded as the landlord was unable to provide the information for 2019. The water consumption for 2020 was 754,600 litres which was not included in the above.

Our water savings initiatives include the following:



Run dishwasher at full load or the end of the day.



Repairing leaks promptly.



Adopting efficient flow rates or flush volumes.



Separate the cleaning of utensils and dishes with grease from glasses.



Placing notices within the premises to remind staff to save water.

FY2021 TARGET: Due to COVID-19, we are unable to determine our water consumption at full operational capacity. As such, the management will reassess the target next year.

Non-compliance with environmental laws and regulations 307-1

There were no fines or non-monetary sanctions for non-compliance with environmental laws and regulations in FY2020. We aim to maintain this for FY2021.

SOCIAL

Employment 102-7 102-8 401-1

Being in the food and beverage industry, human capital plays an integral role in building the success of TSH.

It is essential that our hiring practices are fair, merit-based, and non-discriminatory so that we can recruit people with the right knowledge and expertise to contribute to the growth of our business. More importantly, we need to build a conducive and harmonious working environment so that our employees continue to stay with us.

We attract and retain our employees through some of the following examples:

- Providing life insurance to all staff
- Staff welfare through birthday celebrations, monthly bonding meals, experience tasting, curriculum activities on workdays, overseas trips and incentive lunches
- Regular trainings
- Empowerment of authority for each area of expertise (E.g. A bartender can recommend his/her speciality drinks to customers)

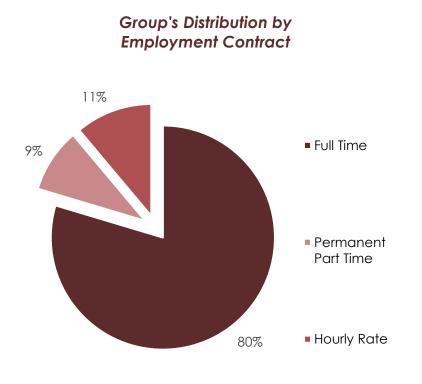
The full breakdown of our employees by gender, region and age, retrieved from our HR software, is presented on pages 19 – 20.

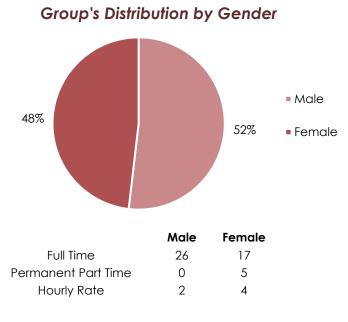
Collective Bargaining Agreements 102-41

None of the employees are under the collective bargaining agreements.

ABOUT OUR EMPLOYEES

As at 31 December 2020, TSH had 54 employees, of which 43 are full-time employees, 5 are permanent part-time employees and 6 are hourly rate employees.



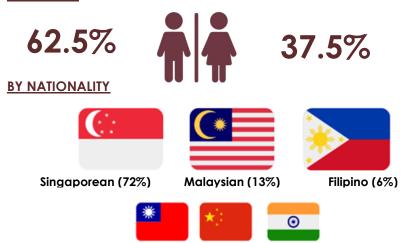




Employee Hires

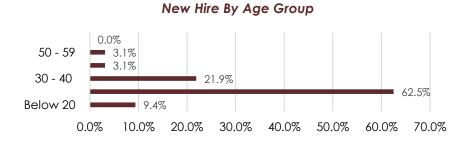
In FY2020, we welcomed 32 new employees into our organisation. The demographics are presented below.

BY GENDER



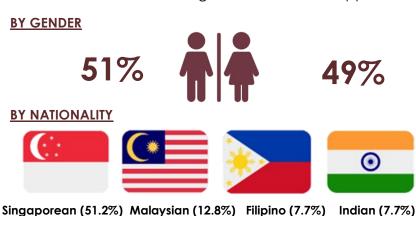
Taiwanese, People Republic of China, Indian (3% each)

BY AGE



Employee Turnover

In FY2020, 39 employees resigned from our organisation due to natural attrition and leaving TSH to seek other opportunities.







Australian, Chile, Hungarian, Vietnamese (2.6% each)

Occupational Health and Safety 403-1

As the safety of our employees is our top priority, policies and procedures are established to protect our employees from accidents.

Additionally, with the outbreak of the coronavirus pandemic ("COVID-19"), we have implemented a set of safe distancing measures to protect our employees and customers. This is also done as required by the Ministry of Health ("MOH") and Ministry of Manpower ("MOM").

<u>Safety Management Measures (COVID-19)</u>

In view of COVID-19, our priority is the health and safety of our workforce. We have stepped up our controls and implemented safe management measures at our workplace to ensure our workforce is being well taken care of.

We aim to act responsibly to do what we can to prevent the further spread of the virus.

These are some of the measures we implemented to provide a safe working environment and minimise risks of further outbreaks within the workplace.



APPOINTMENT OF SAFE MANAGEMENT OFFICER ("SMO")

The SMO will assist in the implementation, coordination and monitoring of the system of Safe Management Measures at the workplace.



ENSURE SAFE DISTANCING

- Demarcate queue lines and ensure at least one-metre spacing between customers at areas such as entrances and cashier counters (e.g. through floor markers).
- One-metre spacing must also be maintained between queues and seated diners.



CONTACT TRACING

- Ensure all guests scan SafeEntry QR code using a QR code scanner on a smartphone, using SingPass Mobile App, using the TraceTogether App or presenting the TraceTogether Token for scanning.
- Limit workplace access to only essential employees and authorised visitors.

OTHER MEASURES

- Ensure that all employees, customers, delivery personnel and other onsite personnel put on their masks properly at all times, except when eating and drinking.
- Ensure that common spaces and items, high-touch surfaces, and interactive components are frequently cleaned/disinfected.

Incidents of non-compliance concerning the health and safety impacts of products and services 416-2

There is no non-compliance concerning the health and safety impacts of products and services for FY2020. We aim to maintain this for FY2021.

Non-compliance with laws and regulations 419-1

There is no non-compliance with laws and regulations in the social and economic area for FY2020. We aim to maintain this for FY2021.

GRI INDEX: CORE OPTION 102-55

GRI Indicator	Disclosure	Report Sections	Page Reference
GRI 102: GENI	I ERAL		Kelelelice
Organization			
GRI 102-1	Name of the organization	Cover page of this Report	-
GRI 102-2	Activities, brands, products, and services	FY2020 Annual Report - Corporate Profile (Pages 2 - 5) - Our Presence (Page 6) - Group Structure (Page 7) - Group Financial Highlights (Pages 8 – 9)	-
GRI 102-3	Location of headquarters	FY2020 Annual Report - Corporate Profile (Pages 2 - 5) - Corporate Information (Page 96)	-
GRI 102-4	Location of operations	- FY2020 Annual Report – Our Presence (Page 6)	-
GRI 102-5	Ownership and legal form	FY2020 Annual Report - Notes to the Financial Statements, Share Capital (Pages 94 - 95) - Notes to the Financial Statements, Corporate Information (Page 53) - Corporate Information (Page 96)	-
GRI 102-6	Markets served	FY2020 Annual Report - Corporate Profile (Pages 2 - 5) - Our Presence (Page 6)	-
GRI 102-7	Scale of the organization	FY2020 Annual Report - Consolidated Statement of Comprehensive Income (Page 48) - Statements of Financial Position (Page 49) - Statements of Changes in Equity (Pages 50 - 51) - Consolidated Statement of Cash Flows (Page 52)	-
GRI 102-8	Information on employees	Social – Employment Social – Employment	18 18 - 20
	and other workers		
GRI 102-9 GRI 102-10	Supply chain Significant changes to the organization and its supply chain	Our Supply Chain N.A.	-
GRI 102-11	Precautionary principle or approach	TSH does not specifically utilise the precautionary approach when managing risk; however, our management approach is risk-based, and is supported by our Risk Management Framework.	-
GRI 102-12	External initiatives	Not applicable. TSH has not subscribed to or endorsed any externally-developed economic, environmental and social charters, principles, or other initiatives.	-
GRI 102-13	Membership of associations	About TSH – Memberships & Associations	8
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GRI 102-14	Statement from senior decision-maker	Board Statement	3 - 5
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GRI 102-16	Values, principles, standards, and norms of behavior	Business Integrity – Communication on Integrity and Anti- Corruption	14 - 15
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GRI 102-41	Collective bargaining agreements	Social - Collective Bargaining Agreements	18
GRI 102-42	Identifying and selecting stakeholders	Sustainability Approach - Stakeholder	
GRI 102-43	Approach to stakeholder engagement	Engagement	11 - 12
GRI 102-44	Key topics and concerns raised		
Reporting Pro	actice		
GRI 102-45	Entities included in the consolidated financial statements	About this Report - Reporting Scope	6
GRI 102-46	Defining report content and topic boundaries	Sustainability Approach - Reporting Principles - Materiality Review Process	13
GRI 102-47	List of material topics	Sustainability Approach - Materiality Review Process	13
GRI 102-48	Restatements of information	N.A.	-
GRI 102-49	Changes in reporting	N.A.	-
GRI 102-50	Reporting period	About this Report – Reporting Period	6
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GRI 102-52	Reporting cycle	About this Report – Reporting Period	6
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GRI 102-56	External assurance	About this Report - Reporting Framework	6

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GRI 103-2		Please refer to the respective Specific Standard	_			
GRI 103-3	Evaluation of the management	Disclosures GRI indicators for more information.				
Economic	approach					
Economic Peri	formance					
GRI 201-1	Direct economic value generated and distributed	FY2020 Annual Report - Business Review (Page 12 - 14) - Consolidated Statement of Comprehensive Income (Page 48) - Statements of Financial Position (Page 49) - Statements of Changes in Equity (Pages 50 - 51) - Consolidated Statement of Cash Flows (Page 52)	-			
Anti-Corruptio	n					
GRI 205-2	Communication and training about anti-corruption policies and procedures	Business Integrity - Communication on Integrity and Anti-Corruption - Anti – Corruption Policy	14 - 15			
GRI 205-3	Confirmed incidents of corruption and actions taken	- Whistle-blowing Policy				
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GRI 302-1	Energy consumption within the organization	Environment - Energy Consumption and Actions Taken to	16			
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GRI 416-2	safety impacts of products and services	Incidents of non-compliance concerning the health and safety impacts of products and services	22			
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GRI 419-1	Non-compliance with laws and regulations in the social and economic area	Social – Non-compliance with laws and regulations	22			