

# mm2 Asia Ltd.

(Incorporated in the Republic of Singapore) (Company Registration Number: 201424372N)

# Sustainability Report 2018

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#### **Board Statement**



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**Chang Long Jong** 

Founder and Executive Chairman

Group Chief Executive Officer

The evolution of content creation has presented many opportunities for mm2 Asia Ltd. (the "Company" or "mm2 Asia", together with its subsidiaries, the "Group" or "we" or "us" or "our") to tap on. The content-cum-platform business model continues to be our focus, and our vertical extensions across all stages of the content value chain add to our competitive advantage.

The Board of Directors of mm2 Asia is delighted to present our first Sustainability Report that is in accordance with the Global Reporting Initiative ("GRI"). The Company conducted the first materiality assessment which identified the topics deemed to be material to our stakeholders. It is vital that mm2 Asia achieve sustainable success in the business and meet today's needs without compromising the ability of future generations to meet their own.

We establish ourselves as the leading content and entertainment company in Asia and we take pride as a responsible content creator. In the pursuit of growth, we innovate ways to grow our core business in North Asia, expand our cinema business in Malaysia and Singapore, and promote continual growth of our event production and concert promotion business. The Group is aware of the technology trends that are dramatically reshaping the media landscape. In view of the rapid evolution, we focus on strengthening our proficiency in all stages of the content value chain. Our sustainability efforts are led by our senior management to ensure that we commit to sustainable development in line with business objectives.

This Sustainability Report will be tapping on environmental, social and governance ("ESG") issues which are crucial to our stakeholders. They are namely:

- (1) Economic performance;
- (2) Energy
- (3) Effluents and waste;
- (4) Diversity and equal opportunity; and
- (5) Marketing and labelling.

# **About this report**

We have a longstanding commitment to reporting progress on our sustainability journey. We issue sustainability updates which adhere to GRI Standards: Core Option and SGX Guide to Sustainability Reporting for Singapore Listed Companies. Our goal is to be transparent in our yearly progress and translate our corporate strategy alternatives into a sustainable business model.

This report encompasses our social, safety and environmental performance in FY2018. The data and information reflected the progress towards our strategic goals and a comprehensive understanding of our value chain.

We did not source external assurance for our sustainability report.

Reporting Boundaries and Standards	<ul> <li>Materiality: focusing on issues that impact business growth and are of utmost importance to stakeholders;</li> <li>Stakeholder Inclusiveness: responding to stakeholder expectations and interests;</li> <li>Sustainability Context: presenting performance in the wider context of sustainability; and</li> <li>Completeness: including all information that is of significant economic, environmental and social impact to enable stakeholders to assess the Group's performance.</li> </ul>
Accessibility & Feedback	The Group continues to print only limited copies of this sustainability report as part of our environmental conservation efforts. Current electronic editions of the report are available at our website: www.mm2asia.com  We are committed to listening to our stakeholders and we look forward to your feedback. Please send your feedback to www.mm2asia.com



#### **Company Profile**



mm2 Asia Ltd. (Stock Code: SGX:1B0) is Singapore's leading content and entertainment company. Our primary business activities include content production, cinema operation, event production and concert promotion, as well as post-production.

The Group was listed on SGX Catalist in December 2014, and was transferred to SGX Mainboard in August 2017. Our business orientates toward partnering with key industry players in different markets to establish a multimarket presence in Singapore, Malaysia, Hong Kong, Taiwan, China and USA. The Group headquarters is based in Singapore. We ensure that we have full capacity and experience to provide best-in-class services for all stages of the filmmaking process, such as script development, production and post-production, and so on. The rising trend of box office receipts in Asia presents potential revenue opportunities. In the forthcoming years, we aim to expand our geographical reach in North Asia through strategic alliances.

Moreover, mm2 has strengthened our competitive advantage through multiple strategic acquisitions, including a majority stake in CGI-and-VR company, Vividthree Holdings Ltd. (Stock Code: SGX:OMK), and a majority stake in event-production-and-concert-promotion company, UnUsUaL Limited (Stock Code: SGX:1D1). Furthermore, mm2 Asia also conducts cinema operation under the Group's cinema brand- mmCineplexes, in Malaysia, as well as Cathay Cineplexes Pte. Ltd., the second largest cinema operator in Singapore.

Our objective is to consistently deliver value to our stakeholders by developing sustainable business strategies and enhancing business relationships with market players in Asia. We believe that there will be ample opportunities which enhance our economic performance in the long run.

In total, mm2 Asia has 111 employees located in the Singapore headquarters.

#### Vision

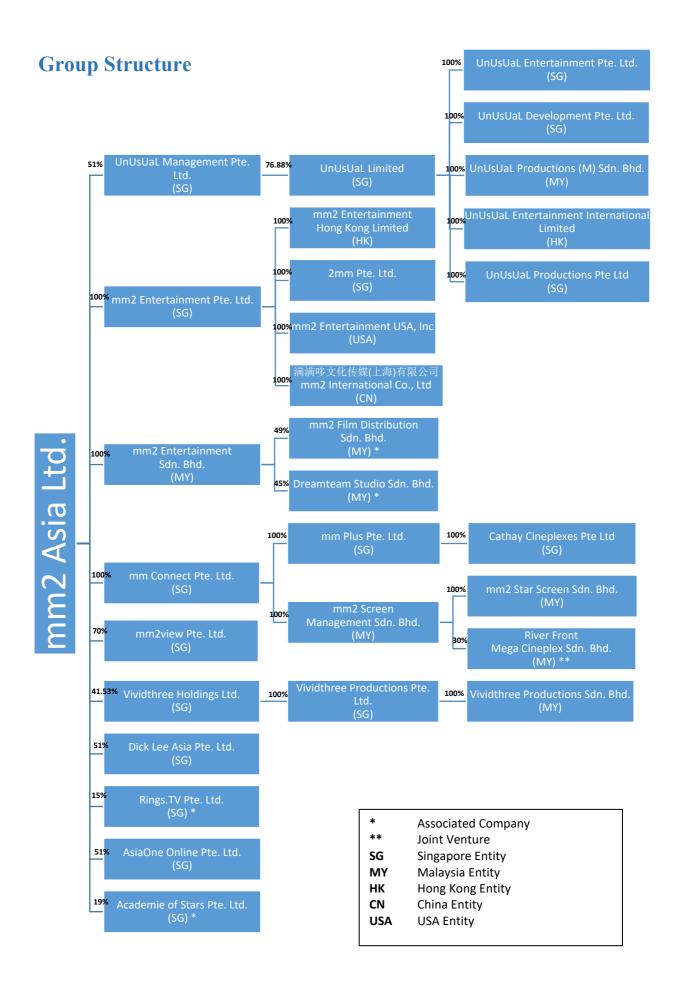
"To be Asia's Leading Content and Entertainment Company"

#### **Mission**

"To bring fun, joy and inspiration to people"

#### Core values





# **Supply Chain Management**



We recognise the impact value chain has on the Group's growth. Our key strengths lie in the content we acquire, produce and distribute. We aim to present a creative filmmaking solution which starts from content creation to its distribution and exhibition. As a producer, we actively seek content providers who will engage us for our film production services. Our major suppliers for hiring of casts and crews, props, venue rental, food and beverage as well as film rentals are selected based on quality of goods/services, delivery schedule, pricing and payment terms.

Our Group has established Suppliers Evaluation Policy and Procedures which assists us in our supplier selection and evaluation process. We ensure that our suppliers adhere to the Supplier Code of Conduct and are committed to high quality, environmental, health and safety standards. Our Group does not have long term agreements with any key suppliers as services required vary from project to project.

Our Group also ensures that our Directors, substantial or any Associates are independent of the major suppliers. We ensure there are no Directors and Executive Officers are materially dependent on any industrial, commercial or financial contract with any supplier.

#### **External Initiatives**

mm2 Asia has always been an advocate of sustainable practices, and entrenched in our corporate culture is the spirit of engaging the local communities. We have multiple programs and activities in place that involve the inclusion of local communities, such as workshops to find new aspiring filmmakers and television personalities, and the setup of the mm2-NTU Bursary Fund.

The major external initiatives we have engaged with include:

#### 1. <u>Industry Development</u>

Since 2015, mm2 Entertainment Pte Ltd, a wholly-owned subsidiary of mm2 Asia, has organised an annual short film competition"mm2 Movie Makers Awards", where the top three winners are offered an opportunity to develop a feature film with mm2 Entertainment. After two years in Singapore, the mm2 Movie Makers Awards was organised for the first time in Hong Kong in 2017. Furthermore, extensive invitations were given out to established scriptwriters from Hong Kong and Taiwan to conduct scriptwriting masterclasses, share their insights and nurture new talents.



#### 2. mm2-NTU Bursary Fund

In 2017, through the NTU Development Office, mm2 Asia set up the mm2-NTU Bursary Fund, with the aim to support students who need financial aid to pursue their studies in Digital Animation or Digital Filmmaking. mm2 Asia has pledged to donate a total amount of S\$160,000 between 2017 and 2021, funding 2 bursary awards of S\$6,000 each, annually. S\$100,000 of the total donation will go into the Endowed Fund, which allows for the sustainable generation of returns in perpetuity, ensuring the continuity of the mm2-NTU Bursary Fund.

To date, mm2 Asia has fulfilled 40% of its financial commitment.



# **Membership of Associations and Certificates**

Our subsidiary, Cathay Cineplexes Pte Ltd was a member of the largest trade association in the world for movie theatre owners, National Association of Theatre Owners until June 2018.

# **Governance and Sustainability Approach**

The Board of Directors (the "Board") of mm2 Asia are firmly committed to set in place corporate governance practices to provide the structure through which the objectives of protection of shareholders' interests and enhancement of long-term sustainability of the Group's business and performance are met.

#### **Conflict of interest policy**

The Group has adopted a conflict of interest policy to guide our employees in the identification and management of conflict of interests. All of our key management staff, including but not limited to our Executive Directors and Executive Officers, are to complete the annual conflict of interest disclosures to our Board. The Group also reminds our staff regularly of their duty to disclose any conflict of interests.

#### Fraud and whistle blowing policy and procedure

Our Group has disclosed in our Corporate Governance Report page 34 that whistle blowing policy is implemented for employees to highlight any inappropriate matter regarding financial reporting. We also published the policy in our website <a href="https://www.mm2asia.com/corporate-governance">https://www.mm2asia.com/corporate-governance</a>. This Policy is established to facilitate the development of controls that will aid in the detection and prevention of fraud and other irregularities against the Group. It is intended to provide a framework to promote responsible and secure fraud and whistle blowing without fear of adverse consequences. This policy assists our Audit Committee in managing allegations of fraud or any form of misconduct initiated following the completion of appropriate and fair investigations.

#### **Sustainability Approach**

The Board is responsible for the governance of risk across the Group. Senior management periodically assesses focus areas where our Group can have the greatest economic, environmental and social impact, as well as the areas that are most important to our stakeholders. The board will consider sustainability issues, e.g. environmental and social factors, as part of our strategic formulation.

Our Group seeks opinions from various stakeholders either through informal or formal means. We evaluate the needs and expectations of our key stakeholder groups which are significant to our Company's value creation strategy and strive to build mutual beneficial relationships.

# Stakeholder Engagement

As we embark on our sustainability journey, it is vital to identify our key stakeholders and material aspects that are relevant to our business operations. We strongly value concerns and expectations of our key stakeholders when formulating corporate strategies. We endeavor to grow our business and concurrently, maintain constructive engagement across all stakeholders by consulting them regularly and responding to these needs.

It is our responsibility to establish a long term business relationship with all stakeholders.

Stakeholder Group	Engagement Activities	Stakeholders' Expectations	Frequency
Customers	Offer various content production and services to enhance customer experience around Asian regions	To provide an excellent platform in our cinemas to directly engage the consumers, enhance our brand experience, and build stronger customer relationships.	As and when
Suppliers	Maintain business dealings with suppliers that offer top notch standards in areas such as ethical conducts and workplace standards	To comply with terms and conditions of purchasing policies and procedures, and maintain high ethical standards.	As and when
Employees	Provide training and development courses for most employees to remain competitive	To ensure staff rights, welfare, personal development and good working environment.	As and when
Investors	Hold annual meetings and regular board meetings to keep shareholders updated about the Group's economic performance	To ensure profitability, transparency, timely reporting and fair purchasing practices.	Annually/ As and when
Business Partners	Continue to actively pursue business opportunities to expand and strengthen our capabilities and competencies to become a leading content and entertainment company in Asia, including engage in co- production deal	To build main driver of the Group's growth in the medium-to-long term. Expect a higher number of film productions and co-productions coming out in North Asia.	As and when
Government and Regulators	Ensure pleasant relationships with regulators and disclose pertinent information timely	To ensure environmental-friendly business approaches, compliance with regulations, timely reporting and resolution of issues.	As and when

# 2018 Sustainability Highlights







**Economic Performance** 

Energy

**Effluent and Waste** 



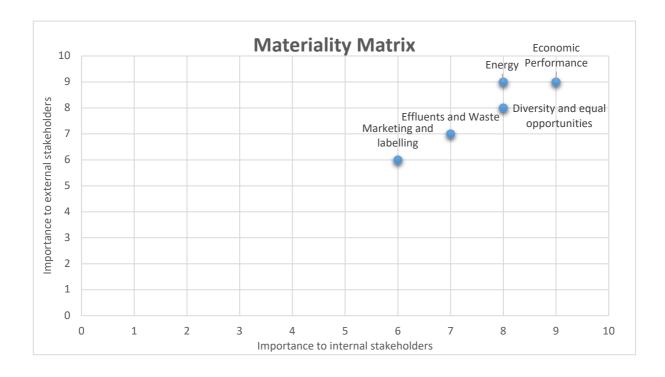




**Marketing and Labelling** 

# Defining the materiality issues

The material issues are identified based on the significance of ESG and economic impacts and degree of influence on the stakeholders' assessment and decisions. Considering stakeholders' feedbacks, challenges faced and trends in sustainability, we have carefully considered several topics that are material to our stakeholders. Thus, we conclude our sustainability efforts and report on these issues.



Five material EESG topics were identified and details are provided in Table 2. For future sustainability reporting, we will re-evaluate and review our material EESG topics to ensure their relevance to our Group and compliance with GRI.

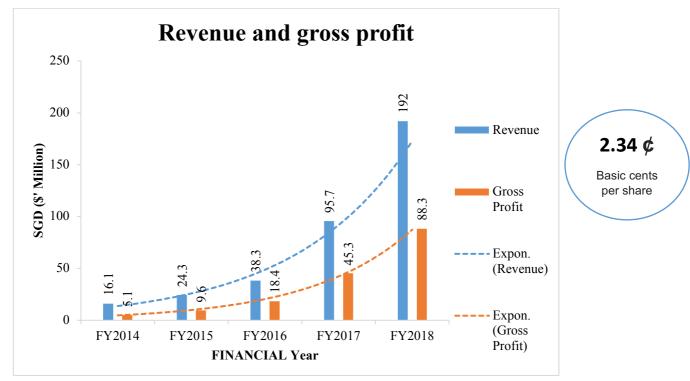
No.	Topic	Description	References
1	Economic Performance	Our economic performance is presented in value generated and distributed to communities where our business operates.	Page 12 of this report;  Annual Report 2018: Page 8 – Financial Review and Pages 51 to 57 – Financial Statements
2	Energy	Our effort to optimise consumption and management of energy is crucial for the sustainable development of our content and entertainment businesses.	Page 13 of this report
3	Diversities and Equal Opportunities	As a content creation provider, our employees are our greatest assets. We undertake fair employment practices to achieve a diverse and inclusive environment for our employees. Additionally, we aim to provide appropriate training and career development for our people.	Page 14 of this report
4	Effluents and Waste	Our constant efforts to achieve sustainable waste management are through the adoption of the 3Rs and initiatives to promote environmental responsibility.	Page 16 of this report
5	Marketing and Labelling	Our content productions are labelled with film classification in accordance to Singapore classification guidelines which are enforced by IMDA.	Page 18 of this report

#### **Economic Performance**

mm2 Asia is proud to present the growth in the Group's core business revenue of 65% or \$37.0 million from FY2017 to FY2018. Growth of core business in North Asia contributed to the growth of the Group's total revenue, which formed 34.4% of the Group's total revenue. The expansion of our cinema business and continual growth of our event production and concert promotion business also contributed to the increase in our Group's revenue.

With the increased demand for better services and higher quality content production, we acquired 13 cinema businesses from Lotus Fivestar Cinemas (M) Sdn. Bhd. Although the acquisition of these assets resulted in an increase in expenses for the financial year, the Group was still able to generate profit before tax of \$40.9 million in FY2018. This demonstrates our ability to create a sustainable business growth model to our stakeholders, in the ever-changing and competitive industry.

Our Group will continue to strengthen our core business and exercise prudence in pursuit of opportunities and maintaining investment discipline at all times.



The Group recognises great business opportunities in North Asia, and as a result, has decided to aggressively expand into those territories. We also recognise the challenges that are present but we believe that due to our business ethics, originality in content creation, and sustainable spending, we will remain competitive in this challenging industry, and will strive to be in the forefront of quality content creation and film marketing.

Moreover, we have diversification and expertise in many different fields, such as content producing (TV and digital), marketing and distribution, creative solutions, talent management and industry development. This differentiates us from the rest of the industry as we provide a full suite of services to serve a wide range of customers and stakeholders in the film and TV industry.

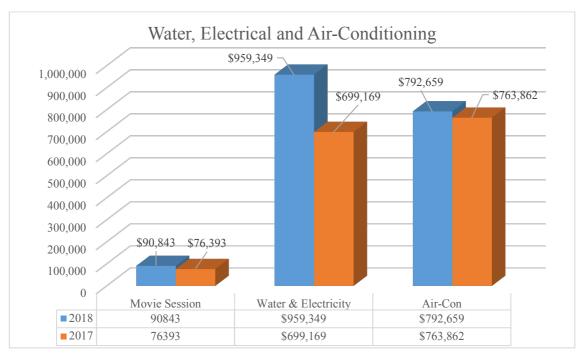
For further details of mm2 Asia's financial performance, please refer to the following sections in 2018 Annual Report:

- 2018 Financial Review
- 2018 Financial Highlights

# **Energy**

Our main source of energy consumption comes from usage of lighting, audio, filming equipment and air-conditioning at our office premises as well as the cinemas. Reducing our total energy consumption not only generates cost savings for us, it also helps us further our Group's values in environmental conservation. We are focused on being energy efficient, saving energy through building employee awareness and monitoring our energy consumption across the Group.

Energy consumption at our cinemas is dependent on the number of movie sessions scheduled and movie runtimes. In order to provide better dynamic movie timings for the consumers, movie sessions have increased. With the commencement of screening at our cinema at Parkway Parade from the beginning of the year, our energy consumption has correspondingly increased as well. Nonetheless, we continue to encourage conservation of energy by ensuring that all lighting equipment are to be switched off or put into sleep mode when they are not in use.



<sup>\*</sup> Note: Energy consumption in value (S\$) for cinema operations in FY 2017 and FY 2018.

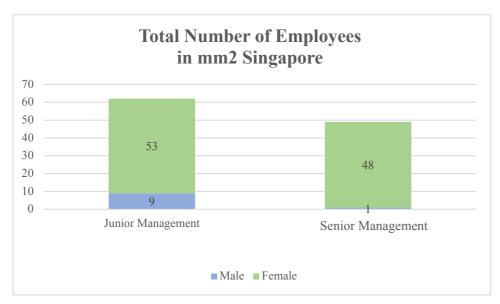
In our continuous efforts to be more energy efficient, we have embarked on a pilot project with OTTO Solutions to support our cinema operations by identifying and replacing the existing lightings with LED lights. We will be spearheading this project through our cinema at Orchard Cineleisure with a target to reduce annual energy consumption by 31,313 kWh from the usage of energy-saving lightings. This project will then be used as a case study for the rest of our cinemas.

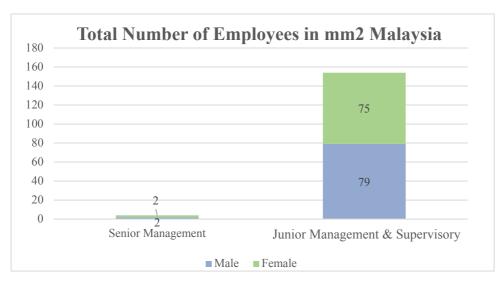
# **Diversity and Equal Opportunities**

Our senior management promotes the value that everyone has a voice of his/her own. We have an open concept office, which encourages creativity. In mm2 Asia, we promote diversity and equality at work as we recognise the diversity of our people as a pillar of strength for our organisation. We seek to create an environment that allow our employees to thrive and share their experiences necessary to drive performance and innovation.

As mm2 Asia is geographically diverse, we aim to consider different societies and cultures in countries where our subsidiaries operate. We must be sensitive to different business values and traditions, and respect the local business cultures in place and the work dynamics.

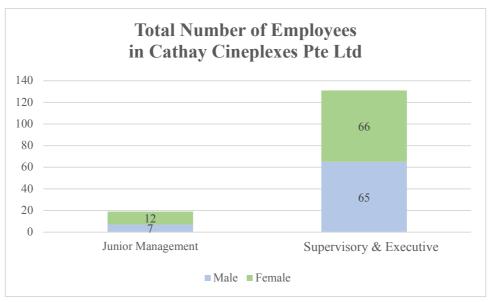






#### Cathay Cineplexes Pte Ltd

In Cathay Cineplexes, we respect and value employees across generations. Cathay Cineplexes pledge Fair Employment Practices where every worker is given an equal opportunity for employment and rewards to optimize his/her talents. We have a total of 150 employees in FY2018. Our Group constantly nurtures young creative talents in order to ensure that we have future-ready talents. We leverage on Media Education Scholarship by Infocomm Media Development Authority (MDA) to groom young talents as professionals in the media industry.



*Target-Setting*: We aim to create work environments that support gender equality across generations. mm2 Asia aims to provide a competitive remuneration package commensurate with their experience, performance and job responsibilities. In addition, we aim to offer more scholarship awards to young talents who wish to set forth on their career in the media industry.

# **Effluents and Waste (For Our Cinema Operation)**

mm2 Asia constantly strives to achieve sustainable waste management by adopting the 3Rs – Reduce, Reuse and Recycle. We take great strides in reducing the amount of waste generated. Through collaborative and innovative initiatives, our Group intends to develop ways to maintain a healthy environment.

mm2 Asia adopts a comprehensive approach to environmental management beyond compliance, undertakes initiatives to promote greater environmental responsibility and encourages the diffusion of environmentally friendly technologies. Initiatives and methods include separating wastes such as plastics, food waste, paper and electronic equipment which are segregated between hazardous and non-hazardous wastes.



#### **REDUCE**

We strive to reduce the usage of non-biodegradable plastic through eliminating plastic packaging and implementing reusable service ware. We will constantly improve our current packaging materials to more environmentally friendly material.

In our stride to reduce our carbon footprint, we introduced some initiatives at our cinema operations during the year such as

- Introduction of a new menu in Platinum Movie Suite in November 2018 which replaced plastic packaging with melamine service ware;
- Replacement of Styrofoam cups with recyclable plastic cups;
- Paper packaging purchased from our vendors to be PEFC (FSC) certified paper raw materials, ensuring that raw materials used in the packaging originate from sustainably managed forests. These forest certifications promote good governance and help to combat deforestation and illegal logging;
- Use of digital vouchers instead of physical vouchers.

At our office premises, we have introduced some initiatives to reduce our use of paper such as for the review of our ERP system. We have also introduced e-modules for the request/approval of requisitions, as well as the communication of memorandums and announcements via electronic copies in email instead of printing.

#### **REUSE**

mm2 Asia adopts upcycling measures:

- Reusing 3D glasses at our cinemas will help to reduce the costs of acquiring new 3D glasses for patrons;
- Printing on recycled paper.

#### *RECYCLE*

mm2 Asia implements recycling initiatives in Cathay Cineplexes for plastics, papers and aluminium cans. We work with our cleaning company to provide litter bins which segregate recyclable items from general waste . We highly encourage our cinema patrons to adopt good recycling habits when they visit our cinemas by utilising these bins.

Fried finger food had always been one of the more popular option on the menu, thus cooking oil is heavily used for preparation at our cinema sites. We do not discard the used oil; instead, we segregate them so to be collected and processed by a company that specialises in handling such wastes once every fortnight.

# **Marketing and Labelling**

mm2 Asia believes in bringing accurate information and educating our viewers through brand communication.

We ensure that all content production and services in advertisements, marketing collaterals and websites are labelled with film classification. In addition, they are labelled with the producers' names, endorsement from authorities, production release date, running time and cast.

When making a classification decision for a film, the senior management of mm2 Asia takes careful consideration of the film's content and other relevant factors and concerns. We abide by Singapore's classification guidelines which are enforced by Infocomm Media Development Authority (IMDA). All film productions produced by our Group are rated and evaluated according to the film classification. Our Group is committed to complying with Films Act 1991 and codes before releasing of films.

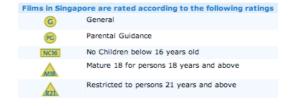
As a leading film and media company, our primary responsibility lies in the films we acquire and distribute. We demonstrate our commitment to responsible marketing for our audiences. We only advertise our content production that is appropriate and adheres to Singapore Code of Advertising Practice administered by the Advertising Standards Authority of Singapore (ASAS).

As a matter of principle, mm2 Asia advertises content in strict conformity with legal requirements as well as with ethical and cultural standards. We expressly avoid the use of sexist, discriminatory, political, pornographic, extremist and violence-glorifying advertising. mm2 Asia adheres to our own sustainable business practices and guidelines established by our marketing communications team. As a way of considering these factors, our content is approved by the marketing communication team before being published.

The Group is also sensitive to the content that is published online, via social media such as Facebook, Instagram, and Twitter. Rules such as Facebook's community standards on advertising are strictly adhered to, to ensure that we employ a legal and ethical method for reaching out to our patrons.

To further promote our content production, we will continue our commitment to responsible marketing and carefully label all films with rating classification.

Zero incidence of non-compliance concerning product/service information labelling & marketing communications



**Global Reporting Initiative (GRI) Content Index** 

GRI Standard	Disclosure	Page Reference and Reasons for Omission, if applicable		
	GENERAL DISCLOSURE			
GRI 102:	Organisational Profile	Organisational Profile		
General	102-1 Name of the organisation	2		
Disclosures	102-2 Activities, brands, products, and services	3		
2016	102-3 Location of headquarters	3		
	102-4 Location of operations	3		
	102-5 Ownership and legal form	3		
	102-6 Markets served	3		
	102-7 Scale of the organisation	3		
	102-8 Information on employees and other workers	3		
	102-9 Supply chain	5		
	102-10 Significant changes to the organisation and its supply chain	Not Applicable		
	102-11 Precautionary principle or approach	9		
	102-12 External initiatives	6		
	102-13 Membership of associations	7		
	Strategy	<b>'</b>		
	102-14 Statement from senior decision maker	1		
	Ethics and Integrity	<b>'</b>		
	102-16 Values, principles, standards, and norms of behaviour	3		
	Governance			
	102-18 Governance structure	4		
	Stakeholder Engagement	l .		
	102-40 List of stakeholder groups	8		
	102-41 Collective bargaining agreements	8		
	102-42 Identifying and selecting stakeholders	8		
	102-43 Approach to stakeholder engagement	8		
	102-44 Key topics and concerns raised	8		
	Reporting Practice			
	102-45 Entities included in the consolidated financial statements	Annual report 2018		
	102-46 Defining report content and topic boundaries	2		
	102-47 List of material topics	12		
	102-48 Restatements of information	Not Applicable		
	102-49 Changes in reporting	First SR Report		
	102-50 Reporting period	2		
	102-51 Date of most recent report	First SR Report		
	102-52 Reporting cycle	2		
	102-53 Contact point for questions regarding the report	2		
	102-54 Claims of reporting in accordance with the GRI Standards	2		
	102-54 Claims of reporting in accordance with the GRI Standards	18-19		
	102-55 GKI content index 102-56 External assurance	2		

GRI Standard	Disclosure	Page Reference and Reasons for Omission, if applicable
	MATERIAL TOPICS	•
	Economic Performance	
GRI 103:	103-1 Explanation of the material topic and its boundaries	12
Management	103-2 The management approach and its components	12
Approach 2016	103-3 Evaluation of the management approach	12
GRI 201:	201-1 Direct Economic value generated and distributed	
Economic		12
Performance		12
2016		
	Energy	
GRI 103:	103-1 Explanation of the material topic and its boundaries	13
Management	103-2 The management approach and its components	13
Approach 2016	103-3 Evaluation of the management approach	13
GRI 302:	302-1 Energy consumption within the organisation	13
Energy 2016	302-2 Energy consumption outside of the organization	13
	302-3 Energy intensity	13
	302-4 Reduction of energy consumption	13
	302-5 Reduction in energy requirements of products and services	13
	Diversity and Equal Opportunities	
	103-1 Explanation of the material topic and its boundaries	14
GRI 103:	103-2 The management approach and its components	14
Management	103-3 Evaluation of the management approach	14
Approach 2016	103-1 Explanation of the material topic and its boundaries	14
GIR	405-1 Diversity of governance bodies and employees	14
405:Diversity and Equal Opportunity 2016	405-2 Ratio of basic salary and remuneration of women to men	Not Applicable
	Effluents and Waste	
GRI 103:	103-1 Explanation of the material topic and its boundaries	16
Management	103-2 The management approach and its components	16
Approach 2016	103-3 Evaluation of the management approach	16
GRI 306:	306-1 Water discharge by quality and destination	16
Effluents and	306-2 Waste by type and disposal method	16
Waste	306-3 Significant spills	Not Applicable
	306-4 Transport of hazardous waste	Not Applicable
	306-5 Water bodies affected by water discharges and/or runoff	Not Applicable
	Marketing and Labelling	
GRI 103:	103-1 Explanation of the material topic and its boundaries	18
Management	103-2 The management approach and its components	18
Approach 2016	103-3 Evaluation of the management approach	18
GRI 417:	417-1 Requirements for product and service information and labelling	18
Marketing and Labeling 2016	417-2 Incidents of non-compliance concerning product and service information and labelling	18
Č	417-3 Incidents of non-compliance concerning	18