



Brand Committee

Minutes of a Meeting of the Committee held by teleconference
on Thursday, 22 August 2019 at 8.00am

Members Present: Helen Coonan (Chair)
John Alexander
Jane Halton
John Horvath
Michael Johnston

Mary Manos (Secretary)

By Invitation: Mark Arbib
Ken Barton
Karl Bitar
Barry Felstead
Lauren Harris
Joshua Preston

Apologies: Nil

B U S I N E S S

Opening Business: Ken Barton provided the Committee with an overview of the media briefing which followed the release of the 2019 full year results on 21 August 2019, noting that the focus of the questions was in relation to the impact of the allegations and related inquiries and investigations on the Company's VIP business.

Conflicts of Interest Declaration: Mike Johnston declared his interest as a representative of Consolidated Press Holdings.

Minutes of Meeting held on 15 August 2019:

It was **RESOLVED** that the Minutes of Meeting held on 15 August 2019 be approved.

Status Reports:

New South Wales ILGA Inquiry:

REDACTED - PRIVILEGE



It was noted that the Terms of Reference for the ILGA inquiry were expected to be released imminently.

VCGLR Request for Information regarding Junkets:

The letters dated 14 and 16 August 2019 which were included in the papers were taken as read.

REDACTED - PRIVILEGE



Junket Due Diligence Review (Confidential and Legally Privileged):

Josh Preston advised the Committee that FTI Consulting had been engaged by MinterEllison to undertake:

- a review of the Company's current junket due diligence procedures; and
- detailed due diligence searches on Mr Chau and Mr Song.

**Action under Australian
Competition Law (ACL):**

REDACTED - PRIVILEGE



Resourcing:

The Resourcing paper was taken as read.

The Committee requested that the on-boarding process commence for Inga Kirkman and that the relevant governance arrangements relating to MinterEllison's proposal be considered.

Counsel Recommendations:

The Counsel Recommendations paper was taken as read.

Having regard to the information included in the paper, the Committee **RESOLVED** that, subject to availability, the counsel team proposed by MinterEllison be engaged to act on behalf of the Company in relation the ILGA inquiry.

Corporate Communications:

The Corporate Communications paper was taken as read.

Ken Barton advised the Committee that KPMG's input on the full year results messaging was helpful for management.

Mark Arbib informed the Committee that the Company was continuing to receive media enquiries in relation to the allegations, noting that they are typically received by Natasha Stipanov, General Manager – Corporate Affairs, and distributed to relevant members of management.

The Committee requested that:

- management maintain a log of all media enquiries and present this to the Committee as appropriate; and
- Natasha Stipanov be invited to present to the Committee at its next meeting.

"In Camera" Session for Directors: Management left the meeting at the commencement of this Agenda Item.

The Chair of the Committee subsequently informed the Company Secretary that the Committee had **RESOLVED** that:

- KPMG be engaged by the Company on an ad hoc basis as required while the Committee considered alternative consultants; and
- John Alexander and Ken Barton be responsible for any engagement of KPMG in this regard.

Future Meetings: It was noted that the next meeting of the Committee was scheduled for Thursday, 29 August 2019 at 8.30am.

Closure: There being no further business, the meeting was declared closed at 8.45am.

Signed



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Chairperson
Helen Coonan