

**Royal Commission into the Casino Operator and Licence
STATEMENT OF BRONWYN WEIR**

Name: Bronwyn Weir

Address: Crown Towers, Level 3, 8 Whiteman Street, SOUTHBANK VIC 3006

Occupation: Governance Officer

Date:

1. I make this witness statement based on my own knowledge and belief.
2. This statement is in response to the Royal Commission's Request for Statement RFS-Crown-019.
3. I am currently employed as a Governance Officer at Crown. I commenced in this role on 1 March 2021. My duties and responsibilities are outlined in Schedule 2 of my employment contract which I have annexed to this statement (CRW.512.149.0001).

Background

1. Briefly outline your background and any tertiary or professional qualifications.

4. My tertiary qualifications include a Bachelor of Commerce (Deakin University), Graduate Certificate in Commercial Law (Deakin University), Certificate in Governance Practice (Governance Institute of Australia) and a Graduate Diploma in Applied Corporate Governance (Governance Institute of Australia).
5. I am currently studying a Master of Commercial Law (University of Melbourne).

Experience

2. Outline your work and employment history, with particular attention to any experience in the gaming and casino sectors.

6. I have over 15 years' experience working with directors and boards in a variety of organisations including publicly listed companies, not for profit organisations, education institutions, membership organisations and private companies. I have also served as a director for a not for profit organisation.
7. Prior to joining Crown in March 2021, for the last eight years I have been working as a company secretary, initially as an assistant company secretary and then company secretary.
8. Immediately prior to joining Crown, I was the Company Secretary at Ardent Leisure, the owner and operator of theme parks and family entertainment centres in Australia and the United

States. My primary responsibility at Ardent Leisure was to perform the duties and responsibilities of a company secretary as required by the Corporations Act. In addition to this I assisted the company with managing its insurance program, investor relations activities, employee share plans, corporate transactions, and provided advice to the Board and management on a range of corporate governance matters, policies and practices.

9. Prior to joining Crown, I had no experience in the gaming or casino sectors.

3. Please annex a current CV to your statement.

10. A copy of my CV is annexed (CRW.512.139.0002).

Relationship with James Packer, Kerry Packer and/or CPH

4. Outline:

- a. any prior or current association or relationship with Mr James Packer and/or CPH;
- b. any communications with James Packer or CPH or any officer of CPH prior to the time of your appointment to Crown;
- c. any prior association or relationship with Mr Kerry Packer.

11. I have had no prior or current association or relationship with Mr James Packer and/or CPH.

12. I have had no communications with Mr James Packer or CPH or any officer of CPH prior to the time of my appointment to Crown.

13. I have had no prior association or relationship with Mr Kerry Packer.

Skills

5. What skills do you bring to the role of Company Secretary at Crown Resorts Limited and (once appointed) to the Crown Melbourne board?

14. I am not presently appointed Company Secretary of Crown. I am however assisting Mr Alan McGregor, Crown's Interim Company Secretary, perform the functions of the company secretariat at Crown.

15. It is intended that the role of Governance Officer will transition to a combined role of Governance Officer and Joint Company Secretary of Crown Resorts Limited upon obtaining the necessary probity and regulatory approvals. I have received regulatory approval from the Victorian Commission for Gambling and Liquor Regulation on 22 April 2021. I have not yet received regulatory approval from the Independent Liquor & Gaming Authority of New South Wales and Gaming & Wagering Commission of Western Australia.

16. I bring a range of skills to my role at Crown including administration and organisational skills,

attention to detail and the ability to work under pressure while maintaining clear thinking and decision making. When faced with competing priorities, I can confidently prioritise work to ensure deadlines are met. I am a team player and can communicate effectively with discretion and diplomacy.

17. I have also previously performed the role of a protected disclosure officer for the purposes of responding to protected disclosures reported under the whistleblowing legislation. To perform this role, I was required to maintain a high level of confidentiality and ensure that matters of concern were appropriately escalated internally and with the Board.

6. How are those skills relevant to Crown's present circumstances?

18. My skills will assist with the proper functioning of the Board and provide support to directors and management, particularly during this period of disruption and transformation for Crown.
19. While I was at Ardent Leisure, the company experienced significant challenges including the turnover of directors and management, regulatory investigations and proceedings, and community and shareholder scrutiny. During this period, the company was required to continue to operate up to four separate businesses. I was able to use my skills to support the Board and management with their day to day activities and ensure that the company complied with its regulatory obligations, as they applied to an ASX-listed entity.
20. As Crown is experiencing similar circumstances, as well as embarking on a significant reform agenda, I feel that I have the necessary skills and experience to support the Board and management through this period.

Request to join Crown

7. How did you come to be offered the role of Company Secretary with Crown Resorts Limited?

21. I was offered the role of Governance Officer by Ms Mary Manos, Crown's former General Counsel and Company Secretary in December 2020 following a conversation I had with Ms Toni Korsanos. As noted in paragraph 15, it is intended that the role of Governance Officer will transition to a combined role of Governance Officer and Joint Company Secretary of Crown Resorts Limited upon obtaining the necessary probity and regulatory approvals.

8. Were you approached? If so, by whom?

22. I was approached by Ms Korsanos, a current non-executive director of Crown in late November 2020. Ms Korsanos connected me with Ms Manos via email shortly thereafter.

9. Describe the circumstances of any approach, and any selection process involved in your selection and/or approval by the Crown board.

23. I was approached by Ms Korsanos by telephone having previously worked with her at Ardent Leisure from July 2018 – June 2020. Ms Korsanos introduced me to Ms Manos. Ms Manos then contacted me and we spoke about my skills and experience and a possible role at Crown. To my knowledge, I was not involved in any selection process conducted by Crown. Ms Manos advised me that my appointment was approved by Mr Ken Barton, Crown's former Chief Executive Officer and Managing Director.

10. How did you come to be offered the role of Director with Crown Melbourne Limited?

24. I have not been offered the role of Director with Crown Melbourne Limited.

Consideration to joining Crown

11. What due diligence did you undertake before agreeing to accept a position with Crown?

25. I accepted the position of Governance Officer on 23 December 2020.
26. Prior to accepting the position at Crown, I had an initial conversation with Ms Korsanos, a number of conversations with Ms Manos and an exchange of emails with Ms Manos regarding the position.
27. I had attended Crown's AGM in October 2020 however this was due to a general interest in Crown and for the purpose of observing how the Board handled difficult questions from shareholders as I had previously experienced this at an AGM while working at Ardent Leisure.
28. Following my conversations with Ms Korsanos and Ms Manos, I reviewed Crown's annual reports and in particular Crown's Corporate Governance Statements and Remuneration Reports. I also reviewed Crown's most recent ASX announcements and other corporate documents such as its Corporate Responsibility Reports, charters and policies.

12. Did you meet with existing directors of the Crown board?

29. I did not meet with any of the existing directors of the Crown board, save for my interactions with Ms Korsanos while she was a director of Ardent Leisure and telephone conversation with Ms Korsanos in late November 2020.

13. Did you interview any of the other senior management at Crown?

30. Save for my telephone conversations with Ms Manos, I did not interview with any of the other senior management at Crown.

14. Describe briefly your reasons for joining Crown.

31. Having worked in the theme parks and family entertainment industry for over six years, the position at Crown provided me with a new opportunity to challenge myself and develop my skills and experience as a Company Secretary. I saw it as an opportunity to work in a larger ASX-listed entity and learn about a different industry.
32. While at the time of accepting the role at Crown, the findings of the Bergin Inquiry were not released, I was generally aware of the challenges facing Crown.
33. I saw similarities in the challenges that Crown was facing and recognised that the role would be an opportunity to take what I had learnt from my time at Ardent Leisure and assist the Board and management with implementing improvements to their corporate governance practices, corporate culture and business operations. I viewed the role at Crown as an opportunity to be part of a new team to transform the business.
34. The position at Crown was also based in Melbourne and I was looking to relocate from Sydney to Melbourne.

Known Crown failings**15. Describe what, if any, briefing you received from Crown in relation to Crown's failings as described in the Bergin Inquiry, or otherwise.**

35. I accepted the position of Governance Officer in December 2020. Aside from a high-level review of the Bergin Report when it was released in February 2021, I have not received any briefing from Crown in relation to Crown's failings as described in the Bergin Inquiry.

16. Prior to joining Crown, what enquires did you make and/or what advice did you seek, and of whom, regarding Crown's failings?

36. At the time I accepted the position at Crown in December 2020, the findings of the Bergin Report were not released. Following the release of the Bergin Report, I did not make any specific enquiries regarding Crown's failings. However, the findings in general terms were discussed in conversations with Ms Korsanos and Ms Manos following the release of the Report.

17. How do you propose that those failings be addressed?

37. Since joining Crown on 1 March 2020, and through my attendance at various meetings and interactions with individual directors and employees, I have observed a strong willingness to address the failings identified in Bergin Report.
38. Prior to my commencement at Crown, progress had already been made to address failings

including:

- (a) an acknowledgment by the Board of the criticism raised in the Bergin Report in relation to governance, compliance and culture;
 - (b) the termination of agreements associated with Crown's major shareholder, CPH;
 - (c) a recognition to refresh the board and senior management;
 - (d) the cessation of junkets; and
 - (e) the implementation of a new organisational structure with improved reporting relationships.
39. Since joining Crown, I have participated in meetings and discussions regarding the implementation of Crown's reform agenda.
40. A comprehensive Remediation Plan has been developed which captures a range of initiatives designed to address the failings identified in the Bergin Report. In this regard, the Board has already approved a Financial Crime & Compliance Change program, identified enhancements that can be made to the Responsible Gaming function, improved Crown's risk management framework, and have endorsed a culture reform program.
41. Furthermore, I have witnessed the commencement and/or appointment of several high calibre and well credential senior executives. Each of these executives have extensive experience and expertise in their respective fields. While I was not directly involved in the recruitment process, I have had visibility of their credentials and I am confident these individuals will assist the Board drive the necessary changes across the business.

Future

18. Describe the challenges facing Crown.

42. Restoring the trust and confidence of internal and external stakeholders is a challenge for Crown. These stakeholders include employees, regulators, shareholders, suppliers and the community.
43. Crown will also be challenged by its ability to execute its reform agenda and respond to the outcomes and recommendations of the various regulatory inquiries while continuing to operate its three properties, particularly during a period of instability for the company, managing the ongoing impacts of the COVID-19 pandemic, significant staff turnover, and the onboarding of new directors and management.

19. How do you propose that Crown respond to those challenges?

44. In the short time that I have been at Crown, and based on my interactions with the Board, individual directors and management, it is clear that there is a genuine commitment to address the past failings.
45. Rebuilding and stabilising the Board and management team is a priority and progress is well underway in this regard. New directors, managers and employees are becoming embedded into the business and will introduce new behaviours as well as improved systems and processes.
46. The Board has acknowledged the magnitude of work currently facing Crown and its employees. While significant resources have already been invested into implementing Crown's reform agenda, the Board recognises the ongoing need to ensure resources and support continue to be available to management and employees.
47. Responding to future challenges will require the cooperation of all stakeholders. Positive and constructive relationships between all stakeholders is important together with a shared commitment to acting with openness and transparency. This will be critical to Crown's ability to successfully implement its reform agenda and restore trust and confidence.
48. My experience at Ardent Leisure has shown me that it is possible for companies to transform themselves. Strong leadership and governance practices, clear and direct communication of expected behaviours, modelled from the Board and management, and demonstrated by example, will help instil a culture of acting ethically and responsibly. While it takes time, change is achievable.

Unpaid gaming tax**20. Outline what you know about any potential underpayment by Crown of gaming taxes.**

49. Prior to 7 June 2021, I had no knowledge of any potential underpayment by Crown of gaming taxes. I have since become aware of allegations regarding potential underpayment of gaming taxes. It is my understanding from management that plans are in place to further investigate the matter with the assistance of tax advisors.

21. When did you first learn of the possibility that Crown may have underpaid gaming taxes?

50. I first learned of the possibility that Crown may have underpaid gaming taxes through media reports on the afternoon of 7 June 2021.

22. Describe what you learnt at the time.

51. I learnt that Crown may have potentially underpaid gaming tax however my knowledge of this was gained through media articles and not through any direct conversations with management to understand what, if any, underpayments had occurred.

Past and current staff**23. Are you aware of any current investigations, including internal investigations or investigations by an investigative authority, into past or current Crown employee?**

52. Yes, I'm aware of current investigations into past or current Crown employees and directors.

24. If yes, please give details.

53. The investigations into past and current Crown employees and directors have been issued by ASIC under s19 of the ASIC Act.

25. Have you received advice concerning any current investigation into past or current Crown employee?

54. I have not received any advice concerning any current investigation into past or current Crown employees.

26. If yes, please give details.

55. N/A

Good repute – character, honesty and integrity**27. Please disclose any matter relevant to a consideration of your good reputation, having regard to your character, honesty and integrity.**

56. I have no adverse information to disclosure.

Signed:

A black rectangular redaction box covering the signature.

Date: 17 June 2021