

ES OPCO Canada II Ltd
D.B.A. Vesperis Canada
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Compliance Report Canada Supply Chain Act Bill S-211

ATTESTION

Company Legal Name: ES OPCO Canada II Ltd
Commercial Name: Vesperis
Business Categorization: Corporation
Federal Business Number: 757 384 672
Business ID: BC1235680

Report Prepared by: Jon Froese
Title: Director - Canada
Date: May 31, 2024
Signature:

A handwritten signature in black ink, appearing to read 'JFroese'.

I have the authority to bind ES OPCO Canada II Ltd.

REPORT DISTRIBUTION PLAN

This report will be distributed as follows:

- To the company board of directors.
- To the CEO, CFO, CCO and VP of Supply Chain.
- To all employees in Canada supply chain related roles.
- Displayed on the companies Canadian website, www.veseris.ca.

COMPANY STRUCUTRE & LOCATIONS

The global company ownership structure can be found in “APPENDIX A – Company Ownership Structure” for reference. The Canadian business operates as its own legal entity, subsequently there are also legal entities for operations in the United States and Mexico. In Canada the company operates out of 3 physical locations in Mississauga, Calgary and Vancouver. Headquarters for the global business are in Austin Texas.

The employee numbers and structure in Canada are shown in “APPENDIX F – Employee Information”.

Our financial year for all data points in this report is January 1, 2023 to December 31, 2023. Our company reports financials on a calendar based year.

COMPANY ACTIVITIES & SUPPLY CHAINS

The company's primary activity is wholesale and retail distribution of pest management products, and related services. Product primarily consist of chemical solutions for pest management (Insecticides, Herbicides, Rodenticides and Fungicides) and equipment for pest management (traps, sprayers and other devices to aid in pest management). Related services would include training and education, financing and logistical services. Company vision statement is "To be "The Preferred Choice" of customers, suppliers, and employees as we protect and enrich the environments where we live, work, and play."

The company does not generally produce or manufacture it's own products, with one exception in Canada where we 3rd party contract a company in Canada to blend and package product components for a unique market need. All other products sold by Vesperis are sourced directly from our suppliers which are generally the products producer or manufacturer. A small % of products would be sourced from a "Master distributor or 3rd party sales company" who is not actually producing the finished goods. The overwhelming majority of our products are sourced in Canada and the United states, with a very small % from the Australia, European Union and China. For a complete listing of our product suppliers, their % of our total product sales in \$'s, and the sourcing location of each please refer to "APPENDIX B – Company Supplier Listing and Sourcing Locations".

Vesperis is the importer of record for the majority of goods sourced outside of Canada. We track country of origin of all imported goods through this process and pay all associated duties and tariff fees. For a listing of all countries of origin for imported goods please see "APPENDIX D – Imported Goods Country of Origin List".

COMPANY POLICIES & DUE DILIGENCE PROCESSES IN RELATION TO FORCED / CHILD LABOUR

The company has an employee code of conduct and ethics policy which all employees must attest to either when starting with the company or on an ongoing basis as updates are made. With regards to forced / child labour, the code of conduct outlines our expectations which is shown as an excerpt in "APPENDIX C – Company Codes of Conduct".

The company also maintains and distributes a supplier code of conduct policy. With regards to forced / child labour, the code of conduct outlines our expectations which is also shown as an excerpt in "APPENDIX C – Company Codes of Conduct". The full supplier code of conduct can be found online here https://veseris.ca/vs_ca_en/supplier.

FORCED / CHILD LABOUR RISK ASSESSMENT

Our organization can affirm that with regards to our own employees and workforce, that all employees are paid, at least, the minimum wage of the jurisdictions / countries where they are employed. We can also affirm that we are in compliance with the child labour, human trafficking, and slavery laws of the countries in which we operate.

With regards to our direct supplier community, Vesperis has high confidence that that all employees are paid, at least, the minimum wage of the jurisdictions / countries where they are employed. We also have high confidence that all are in compliance with the child labour, human trafficking, and slavery laws of the countries in which they operate.

Further down the supply chain is difficult to fully assess for Vesperis. Products that Vesperis sells, both chemical and equipment, can be made of many components which can be sourced from different parties around the world. Some of our suppliers also use 3rd party companies to manufacture goods in different countries around the world. We can assure that all products sold in Canada are approved to be sold by the necessary regulatory bodies, including the Pest Management Regulatory Agency of Canada. There is however, a lack of visibility for Vesperis today into what company policies are further down the supply chain. While we do expect our direct supplier community operates with diligence as it relates to forced / child labour laws with their own suppliers, this could be considered an area of potential risk due to the lack of visibility and the fact that goods procured have a multitude of countries of origin.

MEASURES TAKEN TO REMEDIATE FORCED / CHILD LABOUR IN THE SUPPLY CHAIN

As Bill S-211 is coming into effect, the company has developed a survey for our suppliers to understand and begin to enforce our stance on forced / child labour. We plan to distribute and collect back the responses from our supplier community throughout the calendar year of 2024 after which we will measure the effectiveness of this measure and determine what, if any further actions may need to be taken. A copy of that survey is shown in “APPENDIX E – Survey for Bill S-211 Compliance”.

TRAINING TO REMEDIATE FORCED / CHILD LABOUR IN THE SUPPLY CHAIN

As outlined previously, the company ensures that all employees attest to our code of conduct and ethics policy which outlines our expectations on the subject of forced / child labour. In addition to this, we plan to distribute this document to relevant supply chain employees and leadership team members to reenforce the understanding and education around this subject.

APPENDIX B – Company Supplier Listing and Sourcing Locations

Company Totals	Sourcing Location	% of Total 2023 Sales
Totals by Country	Canada	71.790%
	United States	27.432%
	Australia	0.626%
	China	0.065%
	Austria	0.087%

Vendor	Sourcing Location	% of Total 2023 Sales
SYNGENTA CANADA INC.	Canada	34.047%
CORTEVA AGRISCIENCE	Canada	14.375%
ENVIRONMENTAL SCIENCE CA INC	Canada	9.765%
BELL LABORATORIES INC	United States	4.726%
BASF CANADA INC	Canada	4.586%
LIPHATECH INC	United States	4.323%
FMC CORPORATION	United States	3.418%
AP&G	United States	3.167%
NUFARM AGRICULTURE INC	Canada	2.308%
BRANDENBURG NA	United States	2.088%
VM PRODUCTS	United States	1.637%
UR-CAN INC.	Canada	1.301%
ALPHA AROMATICS	United States	1.063%
CONIDIOTEC LLC	United States	1.021%
NORAC CONCEPTS INC.	Canada	0.793%
PREMIER TECH HOME AND GARDEN	Canada	0.688%
QUIK CORP PTY LTD	Australia	0.626%
OCEAN BLUE DISTRIBUTORS	Canada	0.623%
KNESS MFG CO., INC.	United States	0.549%
WOODSTREAM CANADA CORP	Canada	0.446%
GLOBAL MATERIAL TECHNOLOGIES	United States	0.433%
AMREP	Canada	0.387%
INNOVATIVE PEST CONTROL	United States	0.356%
GILBERT INDUSTRIES INC.	United States	0.355%
UPPER CANADA ORGANIC PR	United States	0.291%
GARDNER MANUFACTURING CO	United States	0.288%
MCLAUGHLIN GORMLEY	United States	0.287%
NEUDORFF USA INC	Canada	0.256%
MOTOMCO INC	United States	0.254%
J.T. EATON CO., INC.	United States	0.252%
BIRD B GONE, INC	United States	0.236%
VECTAIR SYSTEMS INC	United States	0.234%
GBS ENTERPRISES, LLC	United States	0.234%
B&G EQUIPMENT	United States	0.221%
TRECE, INC	United States	0.219%
ENVIROLIGHTS MFG. INC.	Canada	0.204%
RUBBERMAID COMMERCIAL	Canada	0.192%
SHOWA	Canada	0.176%
O/A ULTRASOL IND	Canada	0.175%
ROCKWELL LABS LTD	United States	0.170%
NISUS CORPORATION	United States	0.168%
DISTRIBUTIONS SOLIDA INC.	Canada	0.162%
ORS CANADA INC.	Canada	0.149%
NPD PRODUCTS LTD.	Canada	0.126%
BAYER CROPSCIENCE INC.	Canada	0.122%

WESSOL, LLC	United States	0.119%
ENVIRONMENTAL DELIVERY	United States	0.110%
SMART SOURCE, LLC	United States	0.095%
KWIZDA AGRO GMBH	Austria	0.087%
J F OAKES LLC	United States	0.083%
AIROFOG USA	United States	0.083%
PARAGON-TERMINIX	United States	0.078%
NEOGEN CORPORATION	United States	0.076%
BEAPCO	Canada	0.075%
CLEANBRANDS LLC	Canada	0.072%
TECHNICIDE	United States	0.071%
EVERGREEN BIOINNOVATION	Canada	0.070%
GENESIS BIOSCIENCES	Canada	0.065%
GENESIS BIOSCIENCES	United States	0.065%
CHANGDIAN CHINA LIMITED	China	0.065%
AVITROL	United States	0.064%
R.E. SKYVINGTON & ASSOC	Canada	0.064%
AMVAC NETHERLANDS BV	United States	0.063%
INTEGRATED PEST PRODUCTS	Canada	0.054%
PESTWEST USA LLC	United States	0.051%
BELCHIM CROP PROTECTION CANADA INC	Canada	0.050%
D & S SPECIALTY PRODUCTS INC.	United States	0.048%
GARDEX CHEMICALS INC.	Canada	0.044%
TRICELL SALES & MARKETING	Canada	0.043%
ARBORCHEM PRODUCTS	United States	0.043%
AXSYS DIRECT MANUFACTURING	Canada	0.042%
GNC INDUSTRIES	United States	0.040%
VPR IMPEX INC	Canada	0.036%
EARTH CARE PRODUCTS	United States	0.035%
BEAR RIVER ENTERPRISES	United States	0.034%
ROY TURK INDUSTRIAL	Canada	0.034%
PELGAR USA	United States	0.033%
SWISSMEX RAPID SA DE CV	United States	0.031%
TOMAHAWK LIVE TRAP LLC	United States	0.029%
ADVANTAGE PRODUCTS	United States	0.027%
TRILLIUM SALES GROUP INC.	Canada	0.027%
KEECO LLC	United States	0.026%
DIRECT LINE SALES & SUPPLY	Canada	0.025%
WINDSOR TEXTILES LTD	Canada	0.025%
INNOLYTICS, LLC	United States	0.021%
GOJO INDUSTRIES	Canada	0.020%
ARMSTRONG MANUFACTURING	Canada	0.019%
WOLFPACK PACKAGING INC	Canada	0.018%
SHUBEE	United States	0.017%
WELLMARK INTERNATIONAL #B9138	Canada	0.015%
DE LABORATORIES INC.	Canada	0.015%
THERMACELL REPELLENTS	United States	0.014%
AFA ENVIRONMENT INC	Canada	0.014%
EVEN-SPRAY & CHEMICALS LTD.	Canada	0.014%
CHOCTAW KAUL	United States	0.013%
AABACO ENVIRONMENTAL	United States	0.012%
BIRD BARRIER AMERICA	United States	0.011%
UNITED AGRI PRODUCTS -E	Canada	0.010%
HEDLEY TECHNOLOGIES LTD	Canada	0.010%
RABCO FOODSERVICES LIMITE	Canada	0.009%
ISM RESTAURANT SERVICES	United States	0.009%
CABLE FERRET, INC.	United States	0.008%
MMC DESIGN CONCEPTS INC	Canada	0.008%
JOHN WATSON LTD, WATSON GLOVES	Canada	0.007%
ODORCHEM MANUFACTURING	Canada	0.007%
NORDSON EFD LLC	United States	0.006%
4MOST INNOVATIONS LLC	United States	0.006%
MYSTIC CHEMICAL PRODUCTS	United States	0.005%
JOHN BROOKS COMPANY LIMITED	Canada	0.004%

BIRD X	United States	0.004%
INNOVATIVE PEST PRODUCT INC.	Canada	0.004%
ITB CO INC	United States	0.003%
INSECT LIMITED, INC.	United States	0.003%
EZ KNEES KNEEPADS LTD	Canada	0.002%
LANDAAL PACKAGING SYSTM-W	United States	0.002%
RID-O-MICE 2252859 ONT	Canada	0.002%
PETRO-CANADA LUBRICANTS INC.	Canada	0.001%
ASAP PEST CONTROL INC.	Canada	0.001%
BCBC FABRICATION LTD	Canada	0.001%
QUATREX ENVIRONMENTAL INC.	Canada	0.001%
MATTRESS SAFE, INC.	United States	0.001%

APPENDIX C – Company Codes of Conduct

Veseris Employees

Human Rights

We conduct our business in a manner that respects the human rights and dignity of all, and we support international efforts to promote and protect human rights, including an absolute opposition to slavery and human trafficking.

Each of us can help support efforts to eliminate abuses such as child labor, slavery, human trafficking, and forced labor.

Do the Right Thing

- Report any suspicion or evidence of human rights abuses in our operations or in the operations of our suppliers.
- Remember that respect for human dignity begins with our daily interactions with one another and with our suppliers and customers. It includes promoting diversity, accommodating disabilities, and doing our part to protect the rights and dignity of everyone with whom we do business.

Veseris Suppliers

HUMAN RIGHTS & ANTI-SLAVERY

At Veseris, we conduct our business in a manner that respects the human rights and dignity of all, and we support international efforts to promote and protect human rights, including an absolute opposition to slavery and human trafficking.

What does this mean for us as we work with Veseris?

- You will respect the human rights of your employees and all other parties with whom you interact with.
- You will comply with all applicable labor laws and best practice in your industry.
- You will only employ individuals who are working of their own free-will.
- You will help support efforts to eliminate abuses such as child labor, slave, human trafficking and forced labor.

APPENDIX D – Imported Goods Country of Origin List

Country of Origin	Code
United States of America	USA
China	CHN
Canada	CAN
United Kingdom	GBR
Mexico	MEX
Netherlands	NLD
Puerto Rico	PRI
Taiwan	TWN
Poland	POL
India	IND
Italy	ITA
Germany	DEU
Sweden	SWE
Japan	JPN
Switzerland	CHE
Vietnam	VNM
Cambodia	KHM
Austria	AUT
Australia	AUS
France	FRA
Romania	ROU
Malaysia	MYS
Bulgaria	BGR
Thailand	THA
Guatemala	GTM

APPENDIX E – Survey for Bill S-211 Compliance



Compliance with Canadian Federal Bill S-211

As part of our compliance with Canada's "Forced Labour in Canadian Supply Chains (Bill S-211) Act" Vesperis is required to have a plan in place to ensure that the products and services we provide are not produced by companies who are involved in forced or child labour. With that goal in mind, could you please have the appropriate representative of your company confirm your company's alignment below.

1. Company Name *

Enter your answer

2. Company Address *

Enter your answer

3. Your Name *

Enter your answer

4. Email *

Enter your answer

5. Does your organization currently have a plan, program or process to prevent forced labour and child labour in its own operations? *

Yes

No

Other

6. Does your organization currently have a plan, program or process to prevent forced labour and child labour within your supply chain? *

Yes

No

Other

7. Does your organization have training in place, particularly those in charge of supply chain management, to understand what forced labour and child labour are and how to mitigate the risk of them in their respective supply chains? *

Yes

No

Other

8. Organization Affirmation: As a supplier to Vesperis our organization affirms that our products and/or services are not produced or provided using forced labour, and our employees are paid, at least, the minimum wage of the jurisdictions / countries where they occur. *

True

False

Other

9. Supply Chain Affirmation: As a supplier to Vesperis our organization affirms that our direct suppliers have certified that all materials incorporated into thier products were sourced, processed and manufactured in compliance with the child labour, human trafficking, and slavery laws of the country or countries in which they operate. *

True

False

Other

10. Comments

Enter your answer

APPENDIX F – Employee Information

Canada employee organizational hierarchy and roles are shown below. Total full time employees in Canada is 25 currently. The chain of command from the Canadian director goes to the CCO who ultimately reports into the CEO and board of directors.

In the United States Vesperis employs between 300-400 full time employees and in Mexico another 30–40 full time employees.

