



Procon Modern Slavery Report

This statement constitutes Procon Holdings Inc., ("Procon") modern slavery report for the financial year ending December 2023 under the *Fighting Against Forced Labour and Child Labour in Supply Chains Act* (the "Act").

Reporting entities under the Act include Procon Holdings Inc. and all subsidiaries and affiliates that are reporting entities under the Act.

I. Procon's Structure, Activities & Supply Chain

a) Our Business Structure

Founded in 1992 and headquartered in Vancouver, British Columbia, Procon has completed over 200 underground mining and civil infrastructure projects in North America and around the world. Procon's acquisition of Quebec-based Promec Minier Lte. in 2018 added capacity to better serve customers in Eastern Canada, Ontario and Europe. Procon develops and maintains underground mine infrastructure and has significant experience working in Canada's harsh northern climate.

Our head office is located in Burnaby, BC. Procon Canada East's office is located in Val-d'Or, Quebec. Procon has over 900 professionals in Canada with underground mining expertise and owns a fleet of specialized mining equipment, enabling our company to offer a full suite of underground mining services.

Procon's corporate structure includes various subsidiaries, joint ventures and partnerships. All of these entities are Canadian entities.

Our mission, vision, and values are set out on our website, which can be accessed here: <https://procongroup.com/company/>.

b) Our Activities

Procon is one of the leading underground mining contractors in Canada and has a long history of successfully delivering projects in partnership with local First Nations groups. All of Procon's current projects are located in Canada, with a footprint spanning most mineral-producing provinces/territories from British Columbia to Quebec.

Procon's current activities include mine development and production, shaft rehab, underground construction, and alimak raises. Key projects currently include Brucejack, Misery, Kiena, Nutrien Allan, Ascot, Giant, and Alamos Young-Davidson. These projects are related to Gold, Diamond, and Potash. We underline that while different entities may be engaged in specific projects or work streams, all entities are subject to the same policies and overarching risk profile.

Our full complement of capabilities is set out on our website here: <https://procongroup.com/capabilities/>



Throughout the course of our business, we have established long-term, successful relationships with Canadian indigenous communities. Procon is a leading mining contractor in Canada in terms of indigenous collaboration.

During the normal course of business, Procon entities import a large sum of mining machinery and equipment. Most products were sourced from suppliers within Canada. However, we recognize that the equipment may have been shipped from other countries.

c) Our Supply Chain

Procon's supplier base is made up of 98% Canadian-based suppliers, with the remaining suppliers located in the US and Australia. Procon purchases a large number of goods and services for its entities from over 1500 suppliers. Suppliers either provide finished goods to Procon (equipment, spare parts to support the operation and maintenance of the equipment, and underground operating consumables such as ground support) or provide a service to Procon such as trucking /logistics, and maintenance services.

Procon's top 10 suppliers account for roughly 50% of our overall procurement in dollar terms, and our top 50 suppliers account for 80% of our procurement in dollar terms.

Throughout 2024, Procon intends to undertake further work in understanding its supply chain and its current supplier database, which can/will assist in starting to shape a smaller, more strategic supplier base in line with Procon's Values.

II. Our Risks

Procon acknowledges modern slavery risks can present in many forms of goods. In this regard, Procon acknowledges that there are certain modern slavery risks present in its supply chain. Notwithstanding these risks, given that a large amount of Procon's procurement is concentrated in a relatively small number of suppliers, Procon has a low-risk profile. The supplier base is well established, and adding new suppliers to our already established supplier list is not common.

As noted above, Procon's top 10 suppliers represent 50% of its overall procurement. These suppliers are large companies that sell significant machinery and equipment to the mining industry. Procon has reviewed the available policies of these suppliers, all of which prohibit the use of forced and child labour in their own operations. Additionally, four of Procon's top 10 suppliers are service suppliers, who provide such services as transportation of our materials to and from our sites or maintenance services such as tire repair or general labour.

III. Our Policies and Practices

Procon's stated core values include acting with integrity, ethically, reliably, and in a trustworthy manner. Procon does not support or condone the use of forced or child labour, and we prohibit any form of modern slavery in our workplace and in our supply chain. We expect our suppliers and business partners to share and uphold that value.



Procon's existing policies and practices set out how we act with integrity in all aspects of our business and procure goods and services. Taken together, we know our suppliers, expect them to act with integrity, and respect all applicable laws, including trade prohibitions on goods made in whole or in part by forced or child labour.

Procon's procurement is governed by its Business Integrity Policy, Procure to Pay Policy, and Procurement to Pay Standard.

Our Business Integrity Policy guides Procon's business practices to the highest standards of personal and corporate ethics.

Our Procure to Pay Standard sets out our internal procurement standard. This includes adding legal requirements and general compliance laws provisions to our procurements.

Procon has longstanding relationships with most of its suppliers.

Our policies have been developed and calibrated based on a risk-based assessment of our business. As discussed further below, Procon intends to continue to review how its policies and practices can be further refined to mitigate, reduce and eliminate any form of modern slavery, forced labor or child labour in its supply chain in a responsible manner.

IV. Remedial Actions

Procon is not aware of any forced or child labour in its supply chain. Therefore, it has not taken any remedial actions within the last fiscal year. This includes not taking any remedial actions relating to the loss of income of the most vulnerable that may be impacted by a measure taken to reduce / prevent forced or child labour in our supply chain.

V. Training

Procon implements standard training for all its employees. In relation to modern slavery training, Procon's Senior Leadership Team and Board have been advised and notified of the Act.

Procon intends to focus on employee training in relation to forced and child labour risks throughout the course of 2024.

VI. Measuring the Effectiveness of Our Policies

Procon continues to develop its policies and practices, including those relating to forced and child labour. Our Senior Leadership Team monitors the development and implementation of our policies, and we adopt formal and informal measures to ensure their effectiveness.

In Q3 of 2023, we adopted our Procure to Pay Policy and Standard. Throughout 2024 and 2025 we intend to continue to define these processes, and the Policy and Standard will be updated based on findings/effectiveness of the implementation.

VII. Road Map Forward



Throughout 2024 we intend to undertake the following actions to further support our policies and practices in relation to modern slavery:

- Implement Know Your Client procedures for suppliers in relation to forced and child labour;
- Implement training for the Procurement Team on the Act;
- Review our purchase orders and augment contract requirements relating to forced and child labour.

VIII. Approval & Attestation

This statement is made pursuant to the Canadian Fighting Against Forced Labour and Child Labour in Supply Chains Act and has been approved by the Procon Board of Directors.

In accordance with the requirements of the Act, and in particular section 11 thereof, I attest that I have reviewed the information contained in the report for the entity or entities listed above. Based on my knowledge, and having exercised reasonable diligence, I attest that the information in the report is true, accurate and complete in all material respects for the purposes of the Act, for the reporting year listed above.

A handwritten signature in black ink, appearing to be "John W. McVey", written over a horizontal line that extends to the right.

John W. McVey

Chief Executive Officer

Procon Holdings Inc.

20 April 2024

I have the authority to bind Procon Holdings Inc.