

Modern Slavery Report
TCl, Inc.
For the year ended 31 May 2024

1. Introduction.

This Report is produced by TCl, Inc. ("TCl") for the financial year ending May 31, 2024 (the "Reporting Period") and sets out the steps taken by TCl (together with its ultimate parent company, RPM International Inc., the "Company", "we" or "our"), to prevent and reduce the risk that forced labour or child labour is used at any step of the production of goods we sell in Canada, whether produced in Canada or produced elsewhere. TCl is a Georgia corporation with ID number J706484 and Canadian Business number 888894367, with its principal place of business at 734 Dixon Drive, Ellaville, GA 31806 USA.

This Report constitutes the first report prepared by the Company pursuant to Canada's new Fighting Against Forced Labour and Child Labour in Supply Chains Act (the "Act").

2. Steps to prevent and reduce risks of forced labour and child labour.

We consider the respect of human rights to be a fundamental corporate responsibility and a value governing all our activities. We place the highest importance on respecting human rights while conducting our business activities everywhere we operate. We expect the same of our business partners.

We support:

- The U.N. Guiding Principles for Business and Human Rights which respects and honours the principles of internationally recognized human rights.
- Those rights expressed in the International Bill of Human Rights (*e.*, Universal Declaration of Human Rights and the International Covenants on Economic, Social and Cultural Rights and Civil & Political Rights).
- The principles concerning fundamental rights as set out in the International Labor Organization (ILO) Declaration on Fundamental Principles and Rights at Work; and
- Access to safe drinking water and sanitation, derived from the right to an adequate standard of living under Article 11(1) of the International Covenant on Economic, Social and Cultural Rights.

The Company is guided by the centre-led compliance function of RPM International Inc. ("International") (the "compliance function"). The compliance function guides the Company to adhere to the Code of Conduct and ethical values and decision-making expectations of the Company. To ensure the principles set forth in the Code of Conduct are enforceable around the Company, the compliance function develops and disseminates compliance policies applicable to all Companies and their personnel. The compliance function also works with employees throughout the Company to educate them on the risks of forced labour and child labour in their supply chains and to educate them on and to help them to conduct appropriate levels of due diligence in their supply chains related to forced and child labour, among other risks. As the business conducted by each Company and their supply chains are similar, the same or similar due diligence processes are used throughout the Company under the direction of the compliance function.

We have taken the following steps during the Reporting Period to prevent and reduce the risk of forced labour or child labour in the Company and supply chains:

- reviewed and updated our Supplier Code of Conduct in August 2023
- reviewed and updated our Code of Conduct, the Values & Expectations of 168 in 2022
- reviewed and updated our Human Rights Statement in August 2023
- implemented a new third-party due diligence process, which includes an assessment of modern slavery risks
- trained employees regarding modern slavery and human rights risks in our supply chain, with particular focus on departments with elevated risk levels, including human resources, procurement, and operations
- conducted an annual enterprise risk assessment and bi-annual compliance risk assessment, including assessment of modern slavery risk across the organisation
- trained employees on the Code of Conduct
- trained employees in the sourcing function on the Supplier Code of Conduct

Details of the above actions are set out in this report.

3. Structure, activities and supply chains.

TCI is a Georgia, USA company, which employs approximately 280 employees in the United States and 0 employees in Canada. International is a Delaware, USA holding company headquartered in Medina, Ohio in the United States of America. Shares of International's common stock is traded on the New York Stock Exchange.

The Company's global supply chains consist of direct product suppliers, providing key commodities, raw materials, packaging, and suppliers of goods not used as raw materials in products sold by the Company and suppliers of services. The raw materials, components, items, and systems required to manufacture Company products are procured from suppliers around the world and vary from product to product; however, in the Company we make either coatings or construction products with similar raw materials and supply chains.

The Company does business with approximately 250 product suppliers located in multiple countries and approximately 2,500 non-product suppliers located around the world. Approximately, 90% of all purchases are with Company's top 100 suppliers.

4. Policies, Governance and Due Diligence processes

4.1 Sustainability initiatives

The Company is committed to embedding human rights considerations into its policies, governance framework and decision making and works, through its compliance function and as part of its sustainability communications to do so. The Company considers the management of sustainability risks and opportunities as an inherent part of its success as a business. Company regularly tracks the potential sustainability-related risks that are shaping its operating environment and develops and implements strategies to progress its performance across sustainability areas.

4.2 Human Rights Statement

We remain committed to conducting business ethically and responsibly, respecting and promoting human rights, and opposing human trafficking and exploitation. The Company strives to operate in compliance with applicable laws where we do business by:

- Implementing policies and guidelines requiring equal opportunities, non-discrimination and non-harassment, the prohibition of child and forced labour
- Complying with applicable health and safety and wage and hour laws and ensuring safe working environments and fair and living wages
- Expecting our associates, suppliers, distributors, and applicators to operate in accordance with our codes of conduct
- Respecting our associates' right of freedom of association and collective bargaining in accordance with local laws
- Offering a reporting hotline where individuals can report any ethical or employment concerns without retaliation

We also support the U.N. Guiding Principles for Business and Human Rights, which respects and honours the principles of internationally recognized human rights.

Our Human Rights statement can be found at <https://sustainability.rpminc.com/media/1300/human-rights-policy.pdf>. You can also find more about our supply chain and responsible procurement practices at <https://sustainability.rpminc.com/our-governance/?contentLink=nav-4>.

4.3 Values & Expectations 168 (Code of Conduct)

Our Code of Conduct is titled **The Values & Expectations of 168** and is reviewed and approved by the International Board of Directors. It is the compass for our business, people, and ethics, and represents how we hold ourselves accountable and truly create value for all. The most current version of The Values & Expectations of 168 was approved by International's Board of Directors on October 6, 2022. It has been translated from English into multiple languages, including French, to ensure it is reasonably accessible to associates and other stakeholders around the world.

We promote ethics and compliance across the company through regular Code of Conduct and compliance and ethics training and awareness campaigns. We provide all associates, including management, training on The Values & Expectations of 168; this includes topics such as non-retaliation, human rights, anti-bribery and corruption, conflict of interest, anti-trust, non-harassment and discrimination, and data protection. As of May 1, 2024, more than 90% of the Company's associates and management team have been trained on the Code of Conduct, which includes a module about human rights. The Code of Conduct can be found at <https://www.rpminc.com/about-rpm/code-of-conduct/>.

4.4 Supplier Code of Conduct

Our suppliers are a significant component of our global impact, and we hold our supply chain to our sustainability and ethical standards as outlined in our Supplier Code of Conduct, which was updated in August 2023, which can be found at <https://www.rpminc.com/suppliers/>. We are committed to conducting business ethically and responsibly, respecting and protecting human rights, and opposing human trafficking and exploitation. Our Supplier Code of Conduct stipulates that, among other things, our suppliers are required to:

- Remain free of corruption and conduct business in a fair and ethical manner
- Operate with social responsibility, including providing a safe work environment and protecting workers' rights
- Be a steward of the environment
- Comply with all applicable laws, rules, and regulations.

Our Supplier Code also includes social responsibility provisions including prohibiting child labour and forced labour, as follows:

“Working Conditions. Provide a safe and hygienic workplace and working environment. Supplier employees shall have, where applicable, appropriate personal protective equipment, be provided Material Safety Data Sheets for hazardous or toxic substances used in the workplace and be sufficiently trained to safely perform their tasks. Supplier employees have the right to refuse unsafe working conditions without fear of being disciplined and have a safety program that is actively supported by management and that complies with applicable laws, rules and regulations and ensures identification and reporting of hazards, incidents, and risks.

Worker Rights. Share our Company’s commitment to human rights and worker rights. Act consistent with internationally proclaimed standards, specifically in relation to reasonable, fair, and appropriate compensation sufficient to meet basic needs and provide some discretionary income (living wage), right to work, safety, freedom of association, work hours, overtime, wages and benefits and prevent harassment, slavery, human trafficking, and child and forced or involuntary labour.

UFLPA. Ensure compliance with all aspects of the Uyghur Forced Labor Prevention Act (UFLPA). No materials at any point within the supply chain (in whole or in part) may be sourced, sub-sourced, mined, produced, or manufactured from, or directly or indirectly connected to, the Xinjiang Uyghur Autonomous Region (XUAR) of the People’s Republic of China or other regions prohibited by US or International Law, including with the use of any state-sponsored labour transfers or recruitment from the XUAR.

Non-Discrimination and Equal Opportunities. Share our Company’s commitment to equal opportunities. Prevent discrimination on the grounds of sex, age, disability, national origin, race, colour, religion, marital status, sexual preference, gender identity, current or veteran military status or any other characteristic protected by applicable law.

Collective Bargaining. Share our Company’s commitment to the rights of workers to collective bargaining. Respect the rights of employees to associate, organize and collectively bargain in a lawful and peaceful manner, without penalty or interference.

Harassment. Create and maintain an environment free from any threats of violence, sexual exploitation, abuse, and harassment of any kind.”

4.5 Third Party Due Diligence

In line with our policies related to the due diligence of suppliers, we conduct comprehensive due diligence on our suppliers. Initial reviews based on the supplier’s operational risk profile are conducted, including an assessment of industry, size, geographical location, and nature of third-party relationship.

We recently implemented a new tailored screening system to help more effectively and efficiently identify and mitigate various risks associated with our supply chain. Modern slavery risks are encompassed in this process, including both a screening to assess risk of specific breach of international laws and sanctions and an adverse media-check screening to assess additional reputational or integrity risk, that factors in the location and nature of business of the supplier.

5. Hotline & Non-Retaliation Policy

Should Company employees or suppliers (or any third-party connected to Company) have concerns regarding forced or child labour at any step in the supply chain, our Hotline and Non-Retaliation Policy, for employees, and our Supplier Code of Conduct operate to create a duty of care and responsibility for suppliers and employees to report their concerns.

Multiple reporting channels are available for individuals to report any actual or potential issues or concerns (including anonymous reporting) including:

- Internally to colleagues, supervisors, senior leadership, human resources, or the legal department
- To any contact within the Company, if a supplier is reporting
- To the compliance function by email or phone
- Via the Hotline, our free and confidential hotline available to all employees and third parties 24 hours a day, seven days a week, anywhere in the world, which can be accessed by phone or online.

The Hotline can be accessed via the following URL: <https://iwf.tnwgrc.com/rpminternational>. A copy of the Hotline and Non-Retaliation Policy can be found as an appendix to this report.

6. Assessing & managing our risk

We use a risk-based approach to assess, prioritise, and manage risks of forced labour and child labour within our supply chain and operations. To identify risks in our supply chain through our supplier due diligence process we combine country risk indicators (utilising the corruption perception index), supplier's category (distributor, government agency etc.), industry and type of products/services offered by the supplier, among other factors. The resulting risk score determines the level of additional due diligence to be performed, including with respect to forced and child labour, and the extent of ongoing monitoring, frequency of review required and on-site visits.

We also screen suppliers against a third-party database that checks them against government watch lists related to money laundering, organized crime, sanctions, bribery, corruption, politically exposed persons, as well as heightened risk individuals involved in financial and business-related crimes and terrorism. In addition, we conduct adverse media screening that searches for articles in the media that could potentially identify risks from a human rights / forced & child labour perspective.

Every year International also conducts an enterprise risk assessment, to identify global risk and regional risks topics, like those that may be specific to Canada or to a specific part of the Company, and a bi-annual full scope compliance risk assessment to help identify key compliance risks, including reputational, regulatory, and financial risks, to inform the Company's internal control framework and to develop key risk mitigation and compliance function strategies and plans.

7. Remediation Measures

Our Supplier Code of Conduct and our primary form of supplier contract provide that we have the right to take corrective action, including, but not limited to, inspections and audits of premises and records and to terminate our relationship with a supplier, if there is reason to believe the supplier is not in compliance with the Supplier Code of Conduct or otherwise violates applicable law. We will terminate our relationship with a supplier that is not living up to our values. We will also work with suppliers that may need additional training and education regarding our values and expectations for business conduct. In addition, TCI's General Terms and Conditions of Purchase states (section 10: Compliance with Laws & Policies etc.) that the *"Supplier represents and warrants that no Goods supplied under this PO will be manufactured by child or slave labour or by victims of human trafficking, and that Supplier complies with internationally recognized best practices to prevent and identify child, slave labour and human trafficking."*

8. Training Measures

The compliance function manages a robust compliance training program for the Company. Training includes, among other topics, stand-alone courses on data protection, conflicts of interest, competition and antitrust compliance, anti-corruption and bribery compliance, gifts and entertainment, anti-harassment, modern slavery (including child and forced labour risks), risks in the supply chain, fraud, and business integrity. Compliance training is provided to all employees with particular focus on topics that closely relate to functional areas in which each employee works. For example, modern slavery and risks in supply chain is a focused area of training for those who oversee our supply chain.

Monthly compliance messages are provided to various groups of associates across the Company with appropriate and useful resources to confront issues and reinforce a unified Company culture of ethical business conduct and decision-making. Communications include newsletters, emails, toolbox talks, posters, trainings, and business initiatives covering topics such as non-retaliation, fraud, anti-trust, data protection, conflicts of interest and corruption and bribery. Compliance messaging is designed to help our associates spot red flags and know how to raise issues on compliance and ethics concerns.

As part of the compliance messaging program, we conduct monthly Compliance "Toolbox Talks," a program designed to deliver critical compliance messages in an easy-to-digest format to improve awareness of compliance topics among production associates.

All associates have access to an internal employee-only site that serves as a resource for policies, training materials and guidance on compliance topics, including forced labour. This site was officially launched in July 2021 and provides information on the Hotline and Non-Retaliation Policy, Human Rights Policy, Supplier Code of Conduct, and other corporate policies. The site has multi-lingual functionality.

In 2024, the compliance function intends to provide updated training to targeted audiences that will include child and forced labour as one of the topics.

The compliance function also conducts annual compliance surveys which focus on our Code of Conduct, efficacy of the compliance training program and protocol for reporting concerns. We assess and compare the survey results, year-over-year. We use this data to determine key performance indicators for our compliance-related goals and to drive our training and education program.

9. Assessing Effectiveness

We have used a third party to assess the effectiveness of our compliance program, including in relation to its effectiveness at identifying and mitigating the risks of forced labour and child labour in our activities and supply chains and will continue to internally assess the effectiveness of our activities related to forced and child labour against defined KPIs and other metrics. We use the results of these exercises to improve our compliance program and our supplier due diligence processes.

10. Attestation

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

I have the authority to bind TCI, Inc.



FULL NAME: Tracy D. Crandall

TITLE: Assistant Secretary

DATE: May 31, 2024

HOTLINE AND NON-RETALIATION POLICY

Version: October 22, 2020

Purpose

Employees may be concerned about how best to report concerns and/or fear that reporting actual, potential or perceived wrongdoings may subject them to retaliation. The purpose of this Policy is to inform employees how to report complaints through the Hotline or other reporting mechanisms, how RPM International Inc. (“RPM”) handles investigations submitted, as well as our non-retaliation policy as set forth in the Values and Expectations of 168 (the “Code of Conduct”).

Scope

This Policy applies to all employees of RPM and its affiliates (the “Company”) at all locations. If any provision of this Policy does not comply with local law applicable to a particular affiliate, that affiliate may implement an appendix to this Policy to comply with local law, provided that the appendix will conform with the principles contained within this Policy, as determined by the general counsel for that affiliate’s group. Where a local appendix has not been implemented, all provisions of this Policy that comply with local law will remain in effect.

Policy

A. Conduct

Employees have an obligation to report to management each suspected or known instance of improper, unethical or illegal conduct or activity (such as financial matters, harassment, fraud or retaliation), violation of applicable law and breach of the Company’s Code of Conduct or another Company policy.

B. Ways to Report

The Company offers multiple ways to raise concerns or report suspected issues of non-compliance.

1. Employees are encouraged to report any concerns to their supervisors, managers or other appropriate Company management. Any manager receiving a report must bring the report immediately to the attention of the Human Resources, Legal or Compliance Department. If the issue remains unresolved, or you feel uncomfortable reporting an issue to your supervisor or management, you may contact the Human Resource, Legal or Compliance Department for assistance or you may report such conduct through the Company Hotline - [EthicsPoint - RPM International Inc.](#) The Hotline instructions and country telephone numbers can be accessed at: [Code of Conduct - The Value of 168 | RPM International Inc. \(rpminc.com\)](#)
2. The Company Hotline is administered by a third-party service provider. Consistent with applicable law, reports made to the Hotline may be made anonymously. Each report is first

reported to the RPM International Compliance Department, which routes them as appropriate for handling.

C. Non-Retaliation

1. The Company strictly prohibits any form of retaliatory action against any employee who, in good faith and associated with any suspected or known improper conduct, raises an issue, makes a report, participates in an investigation, refuses to participate in suspected improper or wrongful activity, or exercises workplace rights protected by law.
2. Any employee that reports misconduct in good faith, will not be terminated, demoted, suspended, reprimanded, disciplined, transferred, threatened, harassed or in any manner discriminated against as a result of making such report.
3. If you believe that you have been retaliated against, you should report it to your supervisor or manager. If you feel uncomfortable reporting such retaliation to such person, you may report the retaliation to a more senior manager, to Human Resources, Legal or Compliance management or through the Company Hotline.

D. Investigations

1. The Company will investigate each report as appropriate under the circumstances.
2. Investigations will be handled confidentially to the extent possible and appropriate under the circumstances, however, confidentiality cannot be guaranteed.

Officers and directors of the Company must ensure compliance with this Policy. An Employee of the Company who violates this Policy may be subject to disciplinary action up to and including termination. As indicated in RPM's "Values and Expectations of 168," RPM retains the right to report any violations of law to appropriate authorities.