



2023 Fighting Against Forced Labour and Child Labour in Supply Chain Act

Report

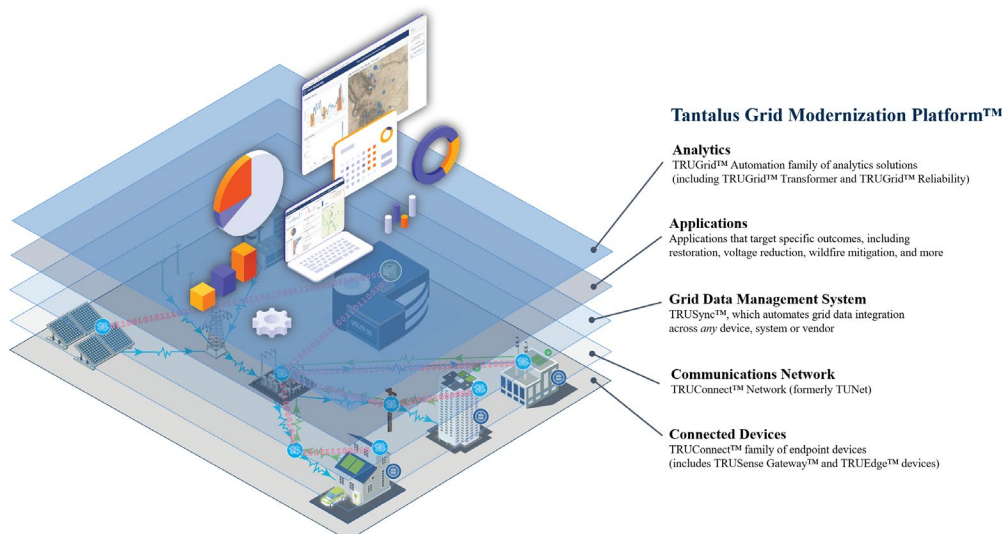
May 31, 2024

Introduction

This report is submitted to the Minister of Public Safety on behalf of Tantalus Systems Holding Inc., together with its indirect wholly-owned subsidiary, Tantalus Systems Corp. (together, “**Tantalus**” or the “**Company**”) as required pursuant to the *Fighting Against Forced Labour and Child Labour in Supply Chains Act* (“**S-211**”). The contents of this report reflect matters referenced in S-211 and relating to Tantalus for the financial year ended December 31, 2023.

Tantalus is a technology company helping utilities modernize their distribution grids by harnessing the power of data across all of their devices and systems deployed throughout the distribution grid – from the substation to the EV charger located behind the meter. Tantalus offers smart grid solutions across multiple levels: intelligent connected devices, communications networks, data management, enterprise applications and analytics.

Tantalus enables utilities to modernize their distribution grids through the Tantalus Grid Modernization Platform™ (“**TGMP™**”), which delivers visibility, command and control across a utility’s operations and provides a secure, flexible and affordable path. TGMP is a technology architecture designed to deliver data interoperability across new and existing devices, systems and vendors.



TGMP offers a flexible approach to provide utilities with autonomy and control of their grid modernization journey. Coupled with a commitment to ensuring the Company's solutions are reverse-compatible to earlier products and other offerings of the Company and a customer support team that has helped Tantalus achieve a retention rate of 99% of our customers over multiple decades, the Company serves as a partner to the utilities it supports and to the communities they serve.

TGMP empowers grid modernization and helps utilities harness the power of data and digitize their distribution grids through a suite of solutions, including:

- TRUConnect™ AMI: TRUConnect AMI is a multi-commodity, purpose-built industrial IoT network comprised of advanced smart meters and a wide range of intelligent connected devices to improve a utility's resiliency, reliability and efficiency in a secure and affordable manner.
- TRUFlex™ Load+DER Management: The TRUFlex Load+DER Management system helps utilities manage a wide variety of residential and commercial loads responsively, reliably, and flexibly, all while reducing costs and providing a proactive path to implement demand-side flexibility programs.
- TRUGrid™ Automation: The TRUGrid Automation suite of applications and analytics tools leverages artificial intelligence ("AI") to pinpoint anomalies from power quality data to isolate failing assets and provide utilities with proactive insights to resolve vulnerabilities as they arise.
- TRUSync™ Grid Data Management: TRUSync Grid Data Management automates the integration of data across devices, systems or vendors by managing the flow of data across the entire utility. The key to grid modernization is to harness the power of data from devices and systems deployed throughout the entire distribution grid. Grid modernization efforts must go far beyond next-generation devices by embracing a more holistic approach to accessing, transporting and analyzing data.

The TGMP is data-centric, not device-centric. At the core of Tantalus' efforts to help utilities harness the power of data and modernize their grids is the TRUSense Gateway™, which represents an offering that supports the convergence of four major initiatives across the utility industry, including:

- Delivering next-generation AMI by accessing the benefits of AMI 2.0 without having to replace existing metering infrastructure.
- Providing grid optimization by capturing and analyzing advanced power quality measurements at the meter socket to improve the performance of existing infrastructure and prioritize investments to sections of the grid that are most vulnerable.
- Integrating DERs located behind-the-meter, such as electric vehicle chargers, solar and storage inverters, smart circuit breakers and smart appliances.
- Enhancing broadband initiatives by leveraging fiber investments to connect and backhaul data from existing meters and power optical network terminals delivering broadband services to the home.

As Tantalus continues to diversify its solution portfolio, the Company is expanding the suite of enterprise software capabilities and professional services to assist utilities with preparing for the adoption of EVs and DERs, such as solar panels, battery walls and other storage devices. As these new technologies are adopted by consumers, businesses and industries, the utility must be prepared to support the electrification of everything while simultaneously embracing the decarbonization of their business.

Tantalus is publicly traded with its common shares listed for trading on the Toronto Stock Exchange (“TSX”) under the symbol “GRID”. For additional information about Tantalus, please visit www.tantalus.com.

Tantalus embraces a set of core values that guide our approach and operations across our organization. Those core values are as follows:

- Collaboration – our employees are collaborative, engage in healthy debates and are proactive.
- Respect – our employees thrive on new ideas, are inclusive and hold each other accountable.
- Customer service orientation – our employees know who their customers are and are customer-focused and adaptive.
- Perseverance – our employees are dedicated to continuous improvement and being results driven.

Supply Chain

Tantalus maintains four office locations across North America:

- Burnaby, British Columbia, Canada (headquarters);
- Kanata, Ontario, Canada;
- Norwalk, Connecticut, United States; and
- Raleigh, North Carolina, United States.

The production or importation of goods for Tantalus is limited to the technology hardware products included in the Company’s solutions described above. Tantalus’ hardware supply chain is managed from its Burnaby, British Columbia office, under the direction of the Vice President, Manufacturing who reports to the President & Chief Executive Officer of the Company.

Tantalus engages global electronics manufacturing services (“EMS”) suppliers to provide turnkey delivery of Tantalus hardware products. The Company’s primary EMS supplier has a global footprint with operations in Southeast Asia, North America and Europe and has a long working relationship with Tantalus of over ten years. The vast majority of Tantalus’ hardware products and related components are manufactured in the facilities of EMS suppliers located in Southeast Asia and delivered into Canada and the United States for sale to electric and multi-commodity utilities. Supply chain activities in Canada and the United States are primarily limited to kitting of accessories, configuration of infrastructure products, and after-market warranty and repair services. In the ordinary course of its business, Tantalus reviews the operations and performance of its EMS suppliers and other supply chain partners on a periodic basis. Such reviews include in-person visits, review of key performance indicators and audit activities by Tantalus and other third parties. As part of the vendor selection process, Tantalus engages in an extensive due diligence review and requires a formal contract or similar legal terms before any engagement. Any new supply chain partners are subject to a review and onboarding process to ensure transparency and consistency with respect to operations and legal compliance.

Tantalus’ hardware products are electronic assemblies and primarily sourced from and completed in Southeast Asia. As such, the majority of suppliers are manufacturers of electronic components. The majority of approved vendors utilized by Tantalus are major electronic component manufacturers and are identified and selected through manufacturer-authorized global electronic component distributors. The vendor approval process includes the aforementioned due diligence investigation including a review of references, operations and a willingness to contract to the necessary legal and regulatory compliance

requirements applicable to the Company and its customers. Tantalus is actively performing supply chain mapping to identify potential risk manufacturers and suppliers. From those mapping exercises, Tantalus will prioritize actions to enhance oversight of such third parties as reasonably appropriate.

Polices and Due Diligence Processes

During the year ended December 31, 2023, Tantalus continued development of a set of responsible sourcing policies and processes (“RSPP”), including policies and processes on forced labour, environmental governance and ethical sourcing. These documents will codify and enhance the procedures for vendor review and approval currently utilized by the Company. These efforts are continuing in 2024 and will be incorporated into the regular compliance cadence of the Company. Tantalus is developing such policies in order to direct internal supply chain activities, as well as policies to be communicated to Tantalus EMS suppliers.

Supply chain mapping is a key element to the development of RSPP. By following its vendor selection process and relying primarily on major electronic component manufacturers, Tantalus mitigates the risk of encountering forced labour in its supply chain. Since risk in this regard cannot be entirely eliminated, the supply chain mapping process is key to increasing the Company’s mitigation efforts.

Tantalus has adopted a number of corporate governance policies to foster a culture of ethical conduct and compliance across the organization. Such policies include the Company’s Code of Business Conduct, Disclosure, Confidentiality and Trading Policy, and Whistleblower Policy. Additionally, the Company’s employees are subject to the policies and standards set forth in the Company’s applicable employee handbooks and the aforementioned governance policies are incorporated into the handbooks and are referenced in the Company’s standard forms of employment agreement. The governance policies include guidance on proper conduct with respect to customers, vendors and other third parties in order to maintain a consistent and appropriate approach on business conduct, corporate transparency and legal compliance. Tantalus discloses such policies on its website as required and consistent with good business practice. All employees are required acknowledge and confirm compliance with the policies in the employee handbooks periodically.

Forced Labour and Child Labour Risks

Tantalus has not identified any risks in its supply chain relating to forced labour or child labour with respect to its direct suppliers and related vendors. To the Company’s knowledge and based on information generally available about the jurisdictions where Tantalus’ EMS and component suppliers are operating, Tantalus does not believe there is greater risk of forced or child labour in its supply chain, but the Company acknowledges that there may be more broad-based risk in connection with manufacturing in the technology sector. Tantalus recognizes that there may be risks that may be identified through the supply chain mapping process and further enhancements to its vendor review and selection policies and procedures.

Remediation Measures

In the financial year ended December 31, 2023, Tantalus did not identify any instances of forced labour or child labour in its supply chains. Accordingly, during such annual period, Tantalus did not undertake any remediation measures to address forced labour or child labour in its supply chains or operations, or to remediate any associated loss of income to such most vulnerable persons.

Training

As part of the employee onboarding process, Tantalus provides general training regarding the policies set forth and incorporate into its employee handbooks. The Company also subscribes to industry resource publications and engages in other monitoring in order to ensure its training complies with and addresses reasonable industry standards for similarly situated companies. The Company's people and culture team is developing additional compliance and policy training programs that will be rolled out and required on a periodic basis.

Assessing Effectiveness

The RSPP and other ongoing compliance efforts of Tantalus will include assessing the effectiveness of the policies and processes referenced herein. Regular updates to supply chain mapping will identify changes in risk levels, and be used annually to prioritize more detailed investigations. Based on the Company's review in connection with the preparation of this report, Tantalus believes its current approach has been effective with respect to ensuring compliance with S-211. The Company is committed to continuing to monitor and enhance its operations in this regard in the future.

ATTESTATION

This report has been approved by the Board of Directors of Tantalus Systems Holding Inc. on its own behalf and on behalf of the other reporting entities, namely Tantalus Systems Corp.

In accordance with the requirements of S-211, 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 S-211, for the reporting year ended December 31, 2023. For clarity, I am providing this attestation in my capacity as a director and officer of Tantalus Systems Holding Inc., and not in my personal capacity.



Signature: _____

Name: Peter Londa

Title: President, Chief Executive Officer and Director

I have authority to bind Tantalus Systems Holding Inc. and Tantalus Systems Corp.

Date: May 31, 2024