

Holt Renfrew Holdings Limited and Holt, Renfrew & Co., Limited

Modern Slavery Act Report

Fiscal Year 2023

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1 Message from President & CEO

I am pleased to share Holt Renfrew's first *Modern Slavery Act* Report, which outlines our approach to mitigating forced and child labour in our business and supply chain.

We welcome Public Safety Canada's newly introduced *Fighting Against Forced Labour and Child Labour in Supply Chains Act* and the steps being taken to prevent and reduce the risk of forced and child labour in supply chains in Canada and beyond. At Holt Renfrew, one of our ambitions is to ignite positive change for a better future for people and planet.

We are committed to responsible sourcing practices, and addressing forced and child labour risk is a business imperative for Holt Renfrew. Focusing on improving ethical trade practices in our operations and supply chain has been one of the core focus areas of our sustainability strategy to date. We engage our team members, suppliers, and brand partners on our ethical trade practices, and we conducted a materiality assessment in January 2024 to ensure that our sustainability strategy continues to address the key issues in our industry, including forced and child labour supply chain risk.

This report details the processes and actions we have implemented, and the progress we have made in our 2023 fiscal year. We have sought to raise awareness about forced and child labour with our buying team through informational training, developed a more robust remediation process and corrective action plan to manage risk, and we continue to engage our suppliers and brand partners on our ethical trade practices. However, we are acutely aware that there is more to be done and we are committed to continuously improving our approach and learning from our experiences.

Modern slavery exists on macro and local scales. As a Canadian multi-brand retailer who operates in Canada and sells products from around the world, we recognize our role in integrating best practices into our business operations and supply chain, and we are committed to working to prevent forced and child labour globally.

Sebastian Picardo

President and CEO, Holt, Renfrew & Co., Limited

2 Introduction

The *Fighting Against Forced Labour and Child Labour in Supply Chains Act* requires entities to state actions taken during the fiscal year to prevent and reduce the risk of forced labour or child labour within their operations and supply chain. This is a joint report for Holt Renfrew Holdings Limited (“Holt Renfrew Holdings”)¹ and Holt, Renfrew & Co., Limited (“Holt Renfrew”). All operations of the business are conducted by Holt Renfrew.

Founded in 1837, we are a proud Canadian fashion and lifestyle retailer who curates extraordinary products that inspire our customers and that are respectful of both people and planet. We provide exceptional experiences and services to all, and we exist to empower self-expression and ignite positive change.

This original report refers to actions taken by Holt Renfrew² during the 2023 fiscal year (January 29, 2023 – February 3, 2024).

Our business:

We are a Canadian business headquartered in Toronto, Ontario and our operations consist of the following:

- 7 retail stores (located in Quebec, Ontario, Alberta, and British Columbia)
- 1 digital/online platform (e-commerce)
- 3 offices
- 1 distribution centre

Our people:

We have 2,037³ Holt Renfrew employees who work in our seven retail stores, three offices, and one distribution centre. Due to the seasonal nature of retail, the number of people we employ in our retail stores can vary throughout the year.

Our supply chain:

Our role is to curate an extraordinary product selection in our Canadian retail stores and online for our customers. We work with suppliers to produce a small line of Holt Renfrew private label products, however most of our business is to curate, import, and sell products from a variety of brands and suppliers from around the world. Our “suppliers” include brand partners, producers/manufacturers of our private label products and/or supply goods for resale (“GFR”) and goods and services not for resale (“GNFR”). We work in partnership with our suppliers in the following ways:

¹ Holt Renfrew Holdings is a holding company and the sole shareholder of Holt Renfrew.

² Holt, Renfrew & Co., Limited

³ Permanent employees (full-time, part-time, casual, and those on short term leave of absence) as of February 3rd, 2024, this does not include temporary/seasonal employees or independent contractors.

2 Introduction Continued...

Goods For Resale (GFR)		Goods Not For Resale (GNFR)
<p>Private Label Suppliers</p> <ul style="list-style-type: none"> Holt Renfrew has a very limited private label product assortment. In 2023, we worked with three suppliers to create 17 Holt Renfrew branded products sold in our retail stores and online. 	<p>Brand Partners</p> <ul style="list-style-type: none"> Most of the products that we purchase, import, and sell are produced by global brands and sold in our retail stores and online. 	<p>We partner with a variety of suppliers who provide goods and services to Holt Renfrew not sold to customers in our retail stores or online. For example, Holt Renfrew packaging, garment bags, transport carriers, etc.</p>

We operate Holts Cafés in three of our retail stores across Canada: Holt Renfrew Bloor Street, Holt Renfrew Ogilvy, and Holt Renfrew Vancouver. The suppliers for goods used in our cafés are included under GNFR.

We have a select group of brand partners who are responsible for importing product into Canada for the purpose of sale in our retail stores and online. We still hold these brand partners accountable as they must complete and sign a Vendor Terms Agreement, which includes a commitment to our Ethical Trade Requirements. However, for this report and our reporting obligations under the *Modern Slavery Act*, this select group of brand partners are excluded from our reporting.

Furthermore, we work with 25 brands, otherwise known as Leased Vendor Partners. They are separate business license holders who operate retail shops and employ their own employees in Holt Renfrew retail stores across Canada. The number of Leased Vendor Partners varies by store. They are responsible for curating and importing their own products for the purpose of sale in their retail shops and online. We still hold Leased Vendor Partners accountable as they must complete and sign a Leased Partner Agreement, which includes a commitment to our Ethical Trade Requirements. However, for this report and our reporting obligations under the *Modern Slavery Act*, Leased Vendor Partners are excluded from our reporting.

3 Sustainability Strategy

Holt Renfrew is committed to creating and inspiring a more sustainable future for all. Our company mission is to Empower Self-Expression and Ignite Positive Change.

Our three sustainability pillars help us to deliver on our company mission, underpin our sustainability strategy, and help us to embed sustainability into all areas of our business. Our pillars are as follows:

Respecting The Environment	Selling Products Responsibly	Inspiring Our Communities
We are working to minimize our impact on the environment by reducing carbon emissions, waste, single use plastics, and using sustainable packaging in our operations.	We collaborate with suppliers to curate and offer a variety of products that are better for people and our planet. It is through collaborative efforts that we drive ethical trade practices and positive change in the fashion and lifestyle industry.	We honour diversity, equity, and inclusion in every part of our business, and we invest in community partnerships nationally, regionally, and locally in the communities we operate in across Canada.

We hold ourselves accountable and track our progress through our sustainability dashboard, which consists of 18 strategic social and environmental goals, each with key performance indicators to measure our progress and performance. Each goal has an executive leadership owner and are executed by various business functions and tied to employee performance. Furthermore, select social and environmental goals are embedded into our annual business priorities and in our executive bonus structure.

Specific goals and actions that address forced and child labour risk include:

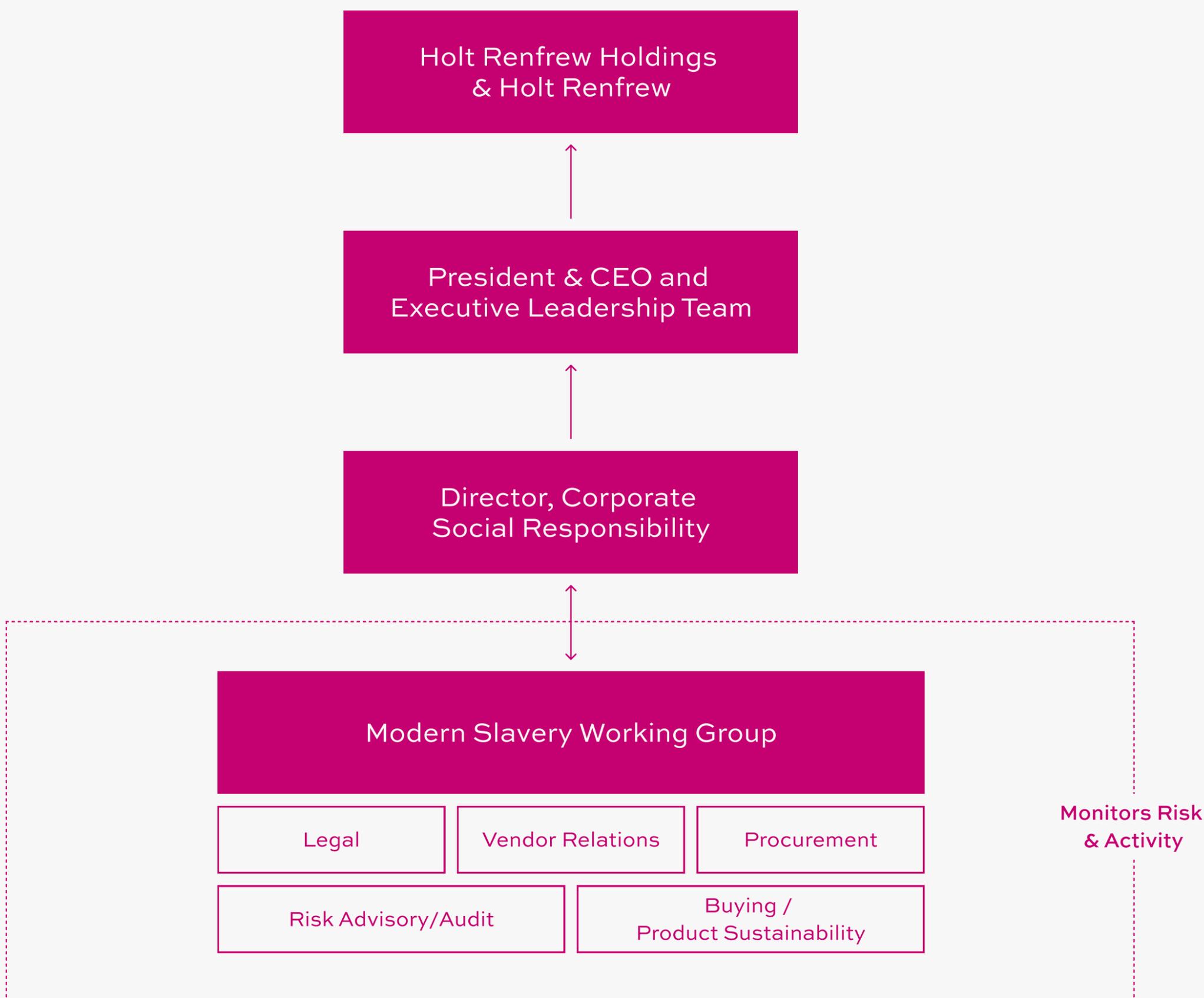
Goal	2023 Action
Managing ethical trade risks	<ul style="list-style-type: none"> Collected Self-Assessment Questionnaire responses from priority suppliers. Developed a Corrective Action Plan to lead our engagement approach with suppliers and to manage non-compliance.
Elevating purchasing practices	<ul style="list-style-type: none"> Provided 'Human Rights & Ethics' training to our buying team.

4 Governance

Our approach to addressing supply chain forced and child labour risk is embedded in Holt Renfrew's way of working. Our Director of Corporate Social Responsibility is responsible for contributing to and implementing our sustainability strategy across our business and reports to the Vice President, Brand and Creative Strategy. The Director leads the Modern Slavery Working Group, which supports and/or executes due diligence actions to mitigate the risk of forced and child labour in our supply chain.

Our Vice President, Creative and Brand Strategy sits on our Executive Leadership Team and is responsible for developing, overseeing, and integrating the sustainability strategy into our business.

Our Executive Leadership Team, including our President & CEO, are regularly engaged in our sustainability strategy, through monthly meetings and quarterly business reviews which specifically address the progress made against our sustainability goals.



5 Approach

Below is an overview of the steps taken by Holt Renfrew to prevent and reduce the risk of forced and child labour in our supply chain.

Our policies:

Code of Business Conduct

The Code of Business Conduct is an internal policy document that outlines the corporate ethical principles that guide Holt Renfrew's operations and stakeholder relations. The document sets out the obligations that Holt Renfrew and its employees have to each other, its customers, suppliers, business partners, competitors, communities, and government. Holt Renfrew employees must review and acknowledge the Code of Business Conduct.

Ethical Trade Requirements

Our Ethical Trade Requirements are based on internationally recognized standards including the Ethical Trading Initiative (ETI) Base Code, the International Labour Organization (ILO) Conventions, and the United Nations Guiding Principles on Business and Human Rights (UNGPs) and the OECD Guidelines for Multinational Enterprises (MNE Guidelines). Our Ethical Trade Requirements set out the core principles that all suppliers must comply with. They are a compulsory part of the terms and conditions of trading with Holt Renfrew. We want to ensure that both products and services used or sold by Holt Renfrew are sourced in an ethical manner under humane working conditions, with respect for workers and their human rights; that there shall be no use of modern slavery including child and forced labour and human trafficking; that animals are treated and transported humanely; and finally, that suppliers minimize their impact on the environment. Our Ethical Trade Requirements have been embedded into our Goods for Resale Vendor Terms Agreement since 2016.

Supplier Code of Conduct

The Supplier Code of Conduct is an internal document that sets out the core principles that all GNFR suppliers must comply with. They are a compulsory part of the terms and conditions of trading with Holt Renfrew. We embedded our Ethical Trade Requirements into the Supplier Code of Conduct in 2019. All GNFR suppliers must acknowledge our Supplier Code of Conduct as part of our supplier onboarding process and as part of our Request for Proposal/Inquiry (RPP/RFI) process.

Our Due Diligence Actions:

Team member policies and processes

Our People policies and processes set out the expectations and responsibilities of our team members, including the right-to-work, where we will check a person's right to work in Canada and visa status. These are provided to new hires and are referenced in our employment contracts.

Self-Assessment Questionnaire

We developed a Self-Assessment Questionnaire in 2021 to better understand our suppliers' due diligence actions to mitigate forced and child labour in their supply chains, as well as other social and environmental practices. We engage priority GFR and GNFR suppliers to complete the questionnaire. We review, assess, and rate responses to identify risk, determine supplier engagement approaches, and potentially modify our purchasing practices if appropriate.

5 Approach Continued...

Our Supplier Risk Assessment:

Given the structure and operation of our business, we take a multi-pronged risk-assessment approach for our GFR and GNFR suppliers.

Our supplier risk hierarchy is as follows:

Goods For Resale	Goods Not For Resale
<ul style="list-style-type: none">① Holts branded product: suppliers who produce/manufacture our private label products.② Holts Sustainable Edit: suppliers who produce/manufacture products that meet our Holts Sustainable Edit criteria.③ Spend with supplier: based on annual spend.	<ul style="list-style-type: none">① Holts branded product: suppliers who produce/manufacture our branded goods. not for resale e.g. packaging, garment bags, etc.② Spend with supplier: based on annual spend.③ Industry Sector: suppliers who provide products and services with a higher risk of incidences of forced and child labour e.g. event companies, security, cleaning services, IT services, customer service, etc.

We address supplier risk through the following:

- ✓ Mandatory agreement/acknowledgement to our Ethical Trade Requirements and Supplier Code of Conduct
- ✓ Completion of our Self-Assessment Questionnaire
- ✓ Ongoing supplier engagement

6 Measuring Effectiveness

Our team members:

Grievance & Whistleblowing

We have established a Speak Up hotline for Holt Renfrew employees and Leased Vendor Partner employees to report suspected improper, unethical, or inappropriate behaviours and/or activities that may be taking place at Holt Renfrew. The program protects the confidentiality of employees and is managed by an independent third-party provider. All reports made or filed are investigated. In 2023, there were no reports related to forced or child labour.

Training

In partnership with a non-profit organization, we facilitated an informational training session on 'Human Rights and Ethics' with our Buying team last year. The session focused on modern slavery, human rights due diligence, forced and child labour, worker safety, and existing/upcoming legislation that retailers need to be aware of.

Our Supply Chain:

Supplier Engagement

Our buying and product sustainability teams regularly engage with our GFR suppliers on social and environmental issues, and business function owners lead the engagement with GNFR suppliers.

We request both GFR and GNFR suppliers to complete our Self-Assessment Questionnaire (SAQ). We review and set remediation actions if instances of forced, and child labour or other non-compliances occur. This approach was launched in 2021 as a pilot before rolling the process out to more suppliers based on our supplier risk assessment as outlined above.

Our SAQ requires GFR and GNFR suppliers to share their approach to mitigating their modern slavery risk, and other business practices, including:

- Ethical trade governance and management processes;
- Disclosure of any breaches to our Ethical Trade Requirements;
- Employment and working conditions;
- Modern slavery compliance;
- Grievance processes;
- Environmental practices and management processes;
- Addresses and names of production/manufacturing sites; and
- Use of contracted or agency workers.

The expectation is that GFR and GNFR suppliers are to complete the SAQ every three years.

Last year, we evolved our approach and established a Corrective Action Plan which outlines our supplier engagement and remediation approach if/when instances of forced and child labour occur; if/when suppliers are non-compliant with our SAQ; and/or when responses to our SAQ require further follow up.

6 Measuring Effectiveness Continued...

Within our plan, we created a tiered risk system to determine our level of engagement and approach with suppliers where sustainability, forced and child labour risk, and other business issues are flagged as a concern. Details are as follows:

- Critical+ (critical risk)
- Critical (high risk)
- Major (medium risk)
- Minor (low risk)
- Non-Responsive to SAQs

Each tier has specific engagement actions. In all instances, we involve business functions who own the relationship with the supplier to support and lead the engagement process. For critical+ risks, we involve our Crisis Management Team and follow existing processes accordingly. Whenever we have had an incident occur with a supplier, we implemented our corrective action plan accordingly. Any such incident is subject to internal investigation, and we remain in continued discussions with the affected supplier as the case progresses to determine the best course of remedial action.

Private-Label Suppliers

We worked with three suppliers who produced Holt Renfrew branded products in 2023.

All three suppliers have:

- ✓ Completed our SAQ, with all scoring low risk.
- ✓ Signed our Ethical Trade Requirements through our GFR Vendor Terms Agreement.

7 Looking to the Future

We evaluate our approach annually to ensure progress and to address areas of improvement. We review and assess evolving issues and areas of risk to ensure we continue to drive positive change for a sustainable future. We have recently conducted a materiality assessment seeking insights from internal and external stakeholders, and later this year we will publish our first sustainability report, which will highlight our progress.

In the coming year we will:

- Continue to implement our existing due diligence actions;
- Update our Self-Assessment Questionnaire to include additional questions to address forced and child labour;
- Prioritize our engagement with GFR suppliers and expand our supplier risk hierarchy to include specific risk commodities such as food and electronics;
- Update and standardize our Supplier Code of Conduct so that it is applicable to all GFR and GNFR suppliers;
- Enhance and standardize our employee training on forced and child labour across our business; and
- Continue to seek collaboration and best practices with external experts and forums.

8 Approval and Attestation

The Report was approved by the Board of Directors of Holt Renfrew Holdings Limited and Holt, Renfrew & Co., Limited.

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 2023 reporting year.



Sebastian Picardo

Director & Executive Vice President

May 17, 2024

I have authority to bind Holt Renfrew Holdings Limited



Christina Sanders

Director & Senior Vice President, People

May 17, 2024

I have authority to bind Holt, Renfrew & Co., Limited