

Odd Burger Corporation: Slavery Act Transparency Statement

May 31, 2024

Odd Burger Corporation

How We Uphold Human Rights and Dignity in Our Supply Chains: A Report on Modern Slavery Act Compliance

2023 Modern Slavery Act Report

About the Company and Supply Chains

Odd Burger Corporation ("Odd Burger") is a Canadian corporation headquartered in London, Ontario and listed on the Toronto Stock Venture Exchange (TSXV: ODD). Odd Burger Corporation is a franchised vegan fast-food restaurant chain and food technology company that manufactures a proprietary line of plant-based protein and dairy alternatives. Its manufactured products are distributed to Odd Burger restaurant locations through its foodservice line and also sold at grocery retailers through its consumer-packaged goods (CPG) line.

Odd Burger restaurants operate as smart kitchens, which use state-of-the-art cooking technology and automation solutions to deliver a delicious food experience to customers craving healthier and more sustainable fast food. With small store footprints optimized for delivery and takeout, advanced cooking technology, competitive pricing, a vertically integrated supply chain along with healthier ingredients, Odd Burger is revolutionizing the fast-food industry by creating guilt-free fast food that can be enjoyed at its restaurant locations or at home through its CPG line.

Odd Burger Corporation currently has three revenue-producing subsidiaries. These include, Odd Burger Restaurants Inc., which operate the company owned Odd Burger restaurant locations, Odd Burger Franchise Inc., which operate the Odd Burger franchise operations and Preposterous Foods Inc., which operates a food manufacturing facility that supplies the majority of plant-based proteins and sauces to both corporate-owned and franchise restaurant locations, as well as external food service and retail customers.

The Ingredients used in our manufacturing facility primarily come from North American food suppliers and farmers. We use these locally sourced ingredients in our plant-based protein and sauce formulations at our manufacturing facility in London, Ontario. This creates a mostly vertically integrated supply chain for Odd Burger restaurants and provides tremendous oversight into the labour practices used in the majority of our supply chain.

The majority of Odd Burger's new restaurant locations are expected to operate as franchise units. Odd Burger's franchisees are independent business owners who separately own and operate their businesses and who employ the team members working in their restaurants. Odd Burger Franchise Inc. grants franchisees the right to operate restaurants using its trademarks, trade ideas and other intellectual property, uniform operating procedures, consistent quality of products and services and standard procedures for inventory control and management. For each franchised restaurant, Odd Burger generally enters into a Franchise Agreement covering a standard set of terms and conditions applicable to franchisees, including the requirement for franchisees to comply with all applicable laws in connection with the operation of the restaurant and to purchase products and services from suppliers and distributors approved by Odd Burger. Indeed, franchisees are required to order most products used in the operation of their restaurants, including equipment, ingredients, packaging and uniforms, among others, from these approved suppliers and approved distributors.

For clarification, Odd Burger Corporation approves third-party suppliers and distributors for use in their respective subsidiary divisions. It operates a vertically integrated supply chain in which it manufactures, warehouses, and distributes certain foods and restaurant supplies to Odd Burger corporate-owned and franchised restaurants.

Accordingly, this is a report for Odd Burger Corporation, a British Columbia corporation headquartered in London, Ontario. Odd Burger Corporation has an obligation to publish a report under Canada's Fighting Against Forced Labour and Child Labour in Supply Chains Act. This joint report refers to the fiscal year ended December 31, 2023, and describes the steps taken by the Company in 2023 to prevent and reduce the risk of forced labour and child labour within their operations and supply chain.

The remainder of this report addresses our activities in connection with our vertically integrated Odd Burger supply chain.

Forced Labour and Child Labour Risks

Identification of business risks, including risks related to human rights in connection with our procurement and quality assurance processes, is part of our risk management operating procedures. The Audit Committee of the Odd Burger Board of Directors has oversight over the policies in place by management, and any relevant risks or policy changes are communicated to the Board of Directors and Audit Committee at Odd Burger's quarterly board meetings.

Overall, we have not found that a significant risk of child or forced labour exists in the majority of the Odd Burger business operations. In certain isolated categories of our supply chain where risks of forced labour or child labour exist, we take steps to assess for and mitigate this risk. These categories are:

- Coffee – Odd Burger partners with Nespresso, one of the world's leading coffee producers for all of its coffee products. Although coffee products represent a very small percentage of overall Odd Burger restaurant sales, we work with partners that uphold high standards in sustainability and ethics. Nespresso has a zero tolerance for child labour, which is a cornerstone of Nespresso's AAA Sustainable Quality Program which was developed in corporation with the independent internationally recognized NGO, the Rainforest Alliance in compliance with International Labour Organization (ILO) standards. Coffee farmers must comply with Nespresso's zero tolerance to child labour as a pre-requisite in order to join the AAA Sustainable Quality Program and must continue to maintain those standards, otherwise Nespresso will not purchase from that farmer.
- Produce - For produce purchases for Odd Burger restaurants, Odd Burger works with Sysco, the world's largest foodservice distributor. Sysco has developed a code of conduct for its suppliers, which it expects its suppliers to uphold. This code of conduct specifically prohibits child slavery and Sysco expects all suppliers to uphold the rights of individuals as outlined in the United Nation Declaration of Human Rights (UNDHR), the Core Conventions of the International Labour Organization (ILO) and the ILO Declaration on Fundamental Principles and Rights at Work.

- Uniforms – For uniform products manufactured outside of Canada, we mitigate risks of forced labour and child labour through close partnership with our suppliers, partnering with brands that uphold ethical standards and ensuring those brands do not use child labour in the manufacturing of their products. Furthermore, all uniforms are printed in Canada, reducing a step in the supply chain process allowing us to mitigate some of the risks of child slavery. Our primary supplier for uniform is Gildan, which have numerous policies in place to mitigate the risks of child labour in their supply chain.

Policies

We have adopted a number of policies relating to human rights and ethical conduct and mechanisms for employees to raise concerns related to human rights violations.

Whistleblowing Policy

Odd Burger has a Whistleblowing Policy in place under which applies to all associates, contractors, subcontractors, agents, sponsors, suppliers, processors or any other person associated with the enterprise. Any associate who has concerns about any aspect of the Company is able to disclose their concerns through a defined process. Any concerns are investigated thoroughly.

Code of Conduct Policy

Our Code of Conduct Policy outlines our expectations for employer and employee conduct, including human rights at a high level. This policy applies to all employees who work in our restaurant operations, franchise operations, and manufacturing operations. All applicable employees are required to certify that they have read the Code and will comply with its standards on an annual basis.

It is important to note that certain policies above do not apply to Odd Burger restaurants owned and operated by franchisees or to the employees employed at those franchised restaurants. Our franchisees are, however, legally and contractually required to comply with all applicable labour laws in

the jurisdictions where they operate. Failure to comply with relevant laws can lead to termination of their Franchise Agreement.

Due Diligence and Remediation Measures

Odd Burger follows all labour laws in the jurisdictions in which we operate and investigates any claims of noncompliance that arise, as appropriate. Since our franchisees are independent business owners, it is their legal responsibility to safeguard against the use of child or forced labour and address all employment-related concerns of their workforce. Legal and regulatory compliance are required conditions under franchisees' contractual relationship with Odd Burger. In cases where a franchisee is alleged to be violating labour law, we will review the circumstances, and in certain cases, may engage a third-party investigator to assess the allegations. Based on the results of the review or investigation, we will ensure that the franchisee remediates the circumstance or, where appropriate, terminate the Franchise Agreement.

In our supply chain, we carry out due diligence, in the form of ensuring partners we work with have measures and policies in place, to assess for human rights violations in the categories we have determined are at higher risk for child or forced labour, particularly Coffee, Produce and Uniforms. Based on the results of these audits, we remediate any issues that arise.

As part of Odd Burger's ongoing strategy to identify and mitigate risk, Odd Burger has systems in place to:

- Identify and assess potential risk areas in the Company's supply chains.
- Mitigate the risk of slavery and human trafficking occurring in the Company's supply chains.
- Monitor potential risk areas in the Company's supply chains.
- Protect whistleblowers.

As part of our approved suppliers list, we primarily work with suppliers that undergo third party assessments to identify potential risks relating to wages, working hours, discrimination, worker safety, living conditions, and child and forced labor. If a supplier or processor is not able to demonstrate compliance or unable or unwilling to introduce improvements, or if a supplier or processor has committed a critical violation of its standards, Odd Burger terminates the relationship.

Odd Burger is currently exploring enhancements to the Company's risk assessment tools and initiation of a program to audit its suppliers directly.

Training

We conduct compliance trainings for all new corporate employees. This includes employees working in our corporate restaurant locations, franchise management operations and our food manufacturing division. Part of our training program is dedicated to our Code of Business Ethics which includes human rights topics. As part of the training, employees must acknowledge that they have read the Code and will abide by it at all times.

Assessing Effectiveness

We are continuing to explore industry best practices and evaluate leading audit methodologies to validate our approach to mitigating modern slavery risk in our business. We strive to work with supplies that uphold the highest standards and that those suppliers can demonstrate this, through relevant certifications and third party audits conducted on these suppliers.

Attestation

The report was approved pursuant to subparagraph 11(4)(b)(ii) of the Act by the Board of Directors of Odd Burger Corporation. In my capacity as a Director of Odd Burger Corporation and not in my personal capacity, I make this attestation in accordance with the requirements of the Act.

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. I have the authority to bind Odd Burger Corporation.

James McInnes

A handwritten signature in black ink, appearing to read 'James McInnes', written in a cursive style.

CEO, Chairman of the Board of Directors
Odd Burger Corporation
May 31, 2024