



Product Care Association of Canada/
Association pour la Gestion Responsable
des Produits du Canada
Unit 420 – 2238 Yukon Street,
Vancouver, B.C. V5Y2P3
Phone: 604-592-2972
www.productcare.org

June 2, 2023

Dear Product Care Association of Canada Member,

2023 Annual General Meeting of Product Care Association of Canada

As a member of Product Care Association of Canada, you are invited to attend our Annual General Meeting. The meeting will be a webinar style “virtual meeting” via Zoom. The date and time of the meeting are:

Wednesday, June 28, 2023 at 11 am PT/2 pm ET.

If you plan to attend the meeting, please register in advance using the following link:

https://us06web.zoom.us/webinar/register/WN_7al7_HycQbuq8GvW1SayCw

After registering, you will receive a confirmation email containing information about joining the webinar.

You also have the option of voting by proxy in advance of the meeting. See the information circular and proxy form. If you will not be attending, please be sure your vote is counted by returning your signed proxy. This can be returned by email to agm@productcare.org.

The Meeting matters will include the election of directors, approval of the 2022 audited financial statements, and reports on current Product Care Association of Canada programs.

[Access key documents here:](#)

- Notice of Meeting and Information Circular
- Form of Proxy
- Audited Financial Statements

The 2022 Annual Report for Product Care Association can be viewed [here](#).

Yours truly,

A handwritten signature in black ink that reads "Mark Kurschner".

Mark Kurschner, President

If you will not be attending, please be sure your vote is counted by returning your signed proxy. This can be returned by email to agm@productcare.org



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Notice of Annual General Meeting of Members – 2023

TAKE NOTICE that the Annual General Meeting (the "Meeting") of members of Product Care Association of Canada will be held on Wednesday, **June 28, 2023** at **11 am PT/2 pm ET**. The meeting will be a webinar style "virtual meeting" for the following purposes:

1. To receive the report of the directors of the Association.
2. To receive and consider the audited financial statements of the Association for its fiscal period ended December 31, 2022 and the report of the auditor thereon.
3. To elect directors of the Association as described in the Information Circular.
4. To reappoint Rolfe Benson LLP, Chartered Professional Accountants as auditors of the Association for the ensuing year and to authorize the directors to fix their remuneration.
5. Election of the members of the RecycFluo Advisory Committee (voting on this matter only by RecycFluo program members) as described in the Information Circular.
6. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof.

If you plan to attend the meeting, please [register in advance](https://us06web.zoom.us/webinar/register/WN_7aI7_HycQbuq8GvW1SayCw) using the following link:

https://us06web.zoom.us/webinar/register/WN_7aI7_HycQbuq8GvW1SayCw

After registering, you will receive a confirmation email containing information about joining the webinar.

An information circular, form of proxy and audited financial statements will be distributed to all members in advance of the Meeting.

DATED June 2, 2023 at Vancouver, British Columbia.

BY ORDER OF THE BOARD

Vincent Rea
Chair of the Board



Product Care Association of Canada

Information Circular – 2023 AGM

This Information Circular accompanies the Notice of Annual General Meeting of the members of Product Care Association of Canada and is furnished in connection with the solicitation of proxies for use at the Meeting.

1. Meeting Information and Solicitation of Proxies

This Information Circular is furnished by the management of Product Care Association of Canada (the "Association") for use at the 2023 Annual General Meeting (the "Meeting") of its members to be held at **11 am PT/2 pm ET on Wednesday June 28, 2023**. The meeting will be a webinar style "virtual meeting". If you plan to attend the meeting, please register in advance using the following link: https://us06web.zoom.us/webinar/register/WN_7aI7_HycQbug8GvW1SayCw. There is also the option of voting in advance by proxy. The solicitation of proxies will be primarily by e-mail, but directors, officers, and regular employees of the Association may solicit proxies personally or by telephone.

2. Appointment of Proxy

The individuals named in the accompanying form of proxy are the Chair, Vice Chair and Secretary of the Board. **A member has the right to appoint a person to attend and act for the member and on the member's behalf at the Meeting other than the person(s) designated in the accompanying form or proxy. Such right may be exercised by striking out the names of the persons designated and inserting the name of your nominee or nominees in the space provided for that purpose in the accompanying form of proxy.**

A proxy will not be valid unless the completed, signed and dated form of proxy is delivered by mail, or by hand to the President, Product Care Association of Canada, Unit 420 – 2238 Yukon Street, Vancouver, BC, V5Y 3P2, or by email to agm@productcare.org before the close of business on Monday, June 26, 2023 before the Meeting or any adjournment thereof at which the proxy is to be used.

3. Revocability of Proxy

Any member giving a Proxy has the power to revoke it at any time before it is exercised. The giving of a Proxy will not affect the member's right to vote in person should the member decide to attend the Meeting after the giving of the Proxy. In addition to revocation in any other manner permitted by law, a proxy may be revoked by instrument in writing, including a proxy bearing a later date, executed by the member or by his attorney authorized in writing or, if the member is a corporation, under its corporate seal or by an officer or attorney thereof duly authorized. The

instrument revoking the proxy must be received at the Association office, Unit 420, 2238 Yukon Street, Vancouver, BC, V5Y 3P2, before the close of business on Tuesday, June 27, 2023.

4. Voting of Proxies and Exercise of Discretion

As of the date of this Information Circular, management of the Association knows of no amendment, variation or other matter that may come before the Meeting other than the matters referred to in the Notice of Meeting.

The proxy holders named in the accompanying form of proxy will vote or withhold from voting on any ballot that may be called, in accordance with the instructions of the member as set forth in the form of proxy. A proxy in the accompanying form will confer discretionary authority to the nominees named therein with respect to:

- a) each matter or group of matters identified therein for which a choice is not specified, in which case the proxy holder will vote for the approval of such matter,
- b) where the proxy contains instructions to vote for less than the number of board positions being elected for any sector, or in the event that prior to the Meeting any vacancies occur in the slate of nominees herein listed, discretionary authority shall be exercised by the proxy holder to vote the proxy for the election of any other person or persons as directors for the sectors for which the member is entitled to vote,
- c) any amendment to, or variation of, any matter identified therein, and any other matter that properly comes before the Meeting.

5. Appointment of Directors and Voting by Sector

The number of positions on the Board of Directors is eleven (11) and the current board of directors is as follows:

Product Care Board of Directors				
Name and Office	Affiliation	Term	Sector	Prov./State
Vince Rea , Chair	PPG Canada Inc.	2024	Paint and Coatings	ON
Jeffrey Cattanaach Vice-Chair	The Home Depot	2023	Retail	ON
Jason Bernard Corporate Secretary	Sherwin Williams	2023	Paint and Coatings	BC
Trevor McDole	Home Hardware Stores	2024	Other Products	ON
Karen Stephenson	CCSPA	2023	Other Products	ON
Dan Giansante	Rust-Oleum Canada	2024	Other Products	ON
Jennifer Dolin	Lutron	2024	Lighting and Alarms	MA
Dejan Lenasi	Signify/Philips Lighting	2023	Lighting and Alarms	BC
Dave Chaulk	Cloverdale Paint	2023	Paint and Coatings	BC
Steve Veroba	Benjamin Moore & Co.	2024	Paint and Coatings	ON
vacant		2024	Retail	QC

For any sector where there are more nominees than the number of director positions being filled, the members of that sector voting separately as a class, shall determine which of the nominees for the sector are elected to the Board.

Except as noted, each director elected at the Meeting will hold office for a two (2) year term until the conclusion of the second Annual General Meeting of the Association after which the director is elected, unless the director's office is earlier vacated.

The following table sets out the names of the nominees for election as directors. For each nominee, the table also indicates the offices in the Association held, place of residence, occupation, business or employment, the period of time during which each has been a director of the Association, and the sector represented.

Nominees for Director at 2023 Meeting:

Membership Category	Nominee's name, current office and province of residence	Occupation, Business or Employment	Date appointed as director	Nominated for term ending
Retail	Jeffrey Cattanach , Vice-Chair, Director, ON	The Home Depot	May 26, 2015	2025
Retail	Keven Rousseau* , nominee, QC	Rona	nominee	2024
Paint Products	Jason Bernard , Corp. Secretary, Director, BC	Sherwin Williams	March 6, 2019	2025
Paint Products	Dave Chaulk , Director, BC	Cloverdale Paint	June 20, 2018	2025
Other Products	Karen Stephenson , Director, ON	CCSPA	June 28, 2017	2025
Lighting and Alarm Products	Marjorie Dionne , nominee, QC	Standard Products Inc.	nominee**	2025

* nomination for the balance of the term for this Board position, ending 2024

** member of board June 19, 2013 to June 28, 2017

Mid Term Directors

The following table lists the members of the board who are at the midpoint of their two-year term. These positions are not subject to election at this Meeting (except as noted). This information is given for information only.

Membership Category	Nominee's name, current office and prov./state of residence	Occupation, Business or Employment	Date appointed as director	Year term ends
Paint Products	Vincent Rea , Director, Chair, ON	PPG Canada	November 5, 2018	2024
Paint Products	Steve Veroba , Director, ON	Benjamin Moore & Co. Ltd.	June 19, 2021	2024
Other Products	Dan Giansante , nominee, ON	Rust-Oleum Canada	June 15, 2022	2024
Lighting and Alarm Products	Jennifer Dolin , nominee, MA	Lutron	June 15, 2022	2024
Other Products	Trevor McDole , nominee, ON	Home Hardware Stores Ltd.	June 15, 2022	2024

6. Election of RecycFluo Advisory Committee

The members of the Association who are registered as members of the Association's Quebec Lighting Program, known as RecycFluo will be requested to approve a resolution to elect the members of the RecycFluo Advisory Committee, as follows:

Nominee	Organization
Marjorie Dionne	Standard Products Inc.
Cara Backman	Franklin Empire Inc.
Keven Rousseau	Rona Inc.
Anne-Marie Goyette	BL Solutions Inc.
Jean-Patrick Ducroux	Current Lighting Solutions Canada Inc.
Patricia Duchesne-Laforest	Sollio Groupe Coopératif
Wayne Edwards	Independent

7. Appointment of Auditors

Rolfe Benson LLP, Chartered Professional Accountants, of Vancouver, British Columbia will be nominated at the Meeting for reappointment as auditor of the Association at the remuneration to be fixed by the directors. Rolfe Benson have been auditors for the Association since 2001.

This Information Circular is dated June 2, 2023 at Vancouver, British Columbia.

By order of the board

Vincent Rea, Chair