

POLICY REGARDING DIVERSITY ON THE BOARD OF DIRECTORS OF ÉNERGIR

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<u>Responsible:</u>	Corporate Secretariat		

1. POSITIONING AND COMMITMENT

In aligning itself with best practices in governance, Énergir Inc. seeks out competent and qualified candidates and is committed to promoting diversity within its board of directors (the “**Board**”). To this effect, it has established the *Policy on the Recruitment and Renewal of Directors of Énergir*.

The Board believes it is critically important to represent the gender, age range and cultural make-up of the communities in which Énergir, L.P. conducts its activities. Énergir, L.P. has made it its mission to reflect the communities where it operates and, more importantly, where its customers live and work. Moreover, the Board believes that a broad spectrum of experienced candidates with diverse perspectives can but steer the Board in a positive direction and, by extension, foster healthy management of the company.

2. OBJECTIVES AND RESPONSIBILITIES

It is thus from this standpoint that the Board set itself the objective of moving toward male-female parity on the Board. Specifically, the Board established that at least thirty per cent (30%) of its directors must be women.

To achieve these objectives, the Corporate Governance, Ethics and Environment Committee (the “**Committee**”) will recommend to the Board and the Sole Shareholder to take into account the diversity objectives that the Board has set when selecting candidates for directorships.

In addition, the Committee maintains an up-to-date matrix of the profiles and expertise of the appointed directors, which incorporates, notably, gender diversity.

The Committee annually evaluates the female representation on the Board. It also evaluates the impact of the strategies implemented to achieve the objective of moving toward parity between men and women on the Board.

The Committee submits a report to the Board that includes suggestions for new measures or for adjustments to existing measures. The Board, in turn, evaluates the female representation among its directors. Taking the Committee's recommendations into account, it then determines new measures or adjustments to apply in order to better address its needs with respect to its established objectives.

3. EFFECTIVE DATE

This update to the *Policy Regarding Diversity on the Board of Directors of Énergir* shall become effective on the date of its approval by the Board, as indicated above. It replaces the previous version that was approved by the Board on November 26, 2015.

4. REVIEW

This Policy is subject to review every two years.