



DATED OCTOBER 14, 2021

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# Diversity Policy



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# 1 Purpose

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This Policy sets forth the approach of Copperleaf Technologies Inc. (the “**Corporation**”) to achieving and maintaining diversity on its board of directors (the “**Board**”) and in senior management positions.

## 2 Policy Statement

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The Corporation believes that it is important to ensure that members of the Board and senior management provide the necessary range of perspectives, experience and expertise required to achieve the Corporation’s objectives and deliver for the Corporation’s stakeholders. The Corporation also recognizes that the Board and its senior management appointments must be based on performance, ability, merit and potential.

## 3 Board Nominations & Executive Candidate Evaluations

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The Governance, Human Resources, Nominating and Compensation Committee (the “**GHRNC Committee**”) will value diversity of experience, perspective, education, background, race, gender and national origin as part of its overall evaluation of director nominees for election or re-election and the Board and the Corporate Governance and Nominating Committee will value the same as part of their respective evaluation of candidates for executive positions. This will be achieved through ensuring that diversity considerations are taken into account to fill vacancies, continuously monitoring the level of women, visible minorities, aboriginal persons and persons with disabilities (collectively, “Designated Persons”) represented on the Board and in senior management, continuing to broaden recruiting efforts to attract and interview qualified Designated Person candidates, and committing to retention and training to ensure that the Corporation’s most talented Designated Persons are supported and promoted from within. Currently, the Board does not believe that targets or strict rules set out in a formal policy necessarily result in the identification or selection of the best candidates.

## 4 Compliance with Law

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The GHRNC Committee may adopt such procedures as deemed necessary or advisable to assist it in determinations with respect to the implementation and administration of this Policy. To the extent any provision in this Policy conflicts with the Corporation’s constating documents or applicable law, such provision in the constating documents or applicable law, as the case may be, will govern.



**This Policy is not intended to give rise to civil liability on the part of the Corporation or its directors or officers to shareholders, other security holders, customers, suppliers, competitors, employees or other persons or to any other liability whatsoever on their part.**

Effective Date: October 14, 2021



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# Contact Copperleaf

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