
DIVERSITY POLICY

MAY 2021

DENTALCORP HOLDINGS LTD.

DIVERSITY POLICY

Effective Date: May 2021

dentalcorp Holdings Ltd. (the “**Company**”) recognizes and embraces the benefits of having diversity on its board of directors (the “**Board**”) and in senior management. Diversity 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 Company’s objectives and deliver for its stakeholders.

The Company is committed to cultivating a diverse and inclusive culture and selecting the best individuals to fill Board and senior management roles within the Company, free of conscious or unconscious bias and discrimination.

Meaning of Diversity

“**Diversity**” is any dimension that can be used to differentiate groups and people from one another and includes gender identity, age, race, nationality, culture, language and other ethnic distinctions including Aboriginal peoples and members of visible minorities (each as defined in the *Employment Equity Act* (Canada)), persons with disabilities, sexual orientation, education, regional and industry experience, and expertise.

Application of this Policy to the Board

The Corporate Governance, Nominating and Compensation Committee (the “**Committee**”) of the Board is responsible for reviewing and assessing Board size, composition and effectiveness, and for recommending to the Board (i) the director nominees to stand for election at the next annual meeting of Company shareholders, and (ii) any candidates for appointment to the Board between annual meetings of Company shareholders, as appropriate.

When identifying and considering the selection of candidates for appointment or nomination for election to the Board, the Committee will:

- assess the Board by considering the balance of skills, experience, independence and knowledge on the Board, the Board’s cohesiveness and other factors relevant to its effectiveness;
- consider only candidates who are highly qualified based on their experience, education, expertise, personal skills and qualities, and general and industry-specific knowledge, having regard to the Company’s current and future plans and objectives; and

- select individuals based on merit, against objective criteria, having due regard for the benefits of diversity, in order to enable the Board to discharge its duties and responsibilities effectively,

while maintaining compliance with the Company's obligations under any agreements or other arrangements concerning the appointment or nomination of individuals for election to the Board.

The Company recognizes that gender diversity is a significant aspect of diversity and acknowledges the important role of qualified women in contributing to diversity of perspective on the Board. Subject to compliance with the Company's obligations under any agreements or other arrangements concerning the appointment or nomination of individuals for election to the Board, in order to promote the specific objective of gender diversity on the Board, the selection process for Board appointees and nominees for election will also involve the following steps (including where the Company engages an external recruitment agency to identify and assess candidates):

- ensure that appropriate efforts are made to include woman and in the list of candidates being considered for a Board position; and
- if, at the end of the selection process, no women are selected from the list of candidates, the Board must be satisfied that there are objective reasons to support this determination.

The Company believes promotion of diversity is best served through careful consideration of all of the abilities and attributes of each individual candidate in light of the needs of the Board without focusing on any particular diversity characteristics.

On an annual basis, the Committee will (i) review and assess the effectiveness of the Board appointment/nomination process at achieving the Company's diversity objectives and (ii) consider and, if determined advisable, recommend to the Board for adoption, measurable objectives for achieving diversity on the Board. At any given time the Board may seek to adjust one or more objectives concerning its diversity and measure progress accordingly.

Application of this Policy to Senior Management

The Committee is responsible for (i) periodically reviewing and making recommendations to the Board with respect to succession planning matters concerning the Chief Executive Officer and other key executive officers, and (ii) reviewing the recommendations of the Chief Executive Officer respecting the appointment of the Chief Financial Officer, all senior management reporting directly to the Chief Executive Officer, and all other officers appointed by the Board.

It is an objective of this policy that diversity be considered in connection with succession planning and the appointment of members of the Company's senior management.

The Company recognizes that gender diversity is a significant aspect of diversity and acknowledges the important role of qualified women in contributing to diversity of perspective in senior management positions. Accordingly, in order to promote the specific objective of gender diversity, the Company will:

- implement policies that address impediments to gender diversity in the workplace and review their availability and utilization;
- proactively identify high-potential women for leadership training programs and encourage them to apply for more senior roles;
- develop flexible scheduling programs and other family friendly policies for mid-career women to assist with recruitment and retention;
- regularly review the proportion (in percentage terms) of women at all levels of the Company;
- monitor effectiveness of, and continue to expand on, existing initiatives designed to identify, support and develop talented women with senior management potential; and
- continue to identify new ways to entrench diversity as a cultural priority across the Company.

On an annual basis, the Committee will (i) assess the effectiveness of the senior management appointment process at achieving Company's diversity objectives and (ii) consider and, if determined advisable, recommend to the Board for adoption, measurable objectives for achieving diversity in senior management. At any given time the Board may seek to adjust one or more objectives concerning senior management diversity and measure progress accordingly.