

KINAXIS INC.
(the “Corporation”)

BOARD DIVERSITY POLICY

1. Purpose

The Board Diversity Policy (the “**Policy**”) sets out the approach to diversity on the Board of Directors of the Corporation (the “**Board**”).

2. Scope of Application

The Policy applies to the Board only, and does not apply to diversity in relation to employees of the Corporation.

3. Policy Statement

The Corporation is committed to the value of diversity and inclusion and seeks to maintain a Board comprised of talented and dedicated directors in order to enhance and preserve long-term shareholder value and to ensure that its business is conducted in an ethical and safe manner. All Board appointments are made on merit, in the context of the skills, expertise, independence and knowledge which the Board as a whole requires to be effective.

The Nominating and Governance Committee (the “**Committee**”) recommends director nominees to the Board and considers prospective candidates based on their balance of skills, background, experience, and knowledge. This includes diversity and inclusion considerations such as gender, age, disability, sexual orientation, geographic representation, indigenous status and ethnicity, with a view to ensuring that the Board benefits from a broad range of perspectives and experience and is free of conscious or unconscious bias and discrimination.

The Committee’s mandate in relation to diversity includes, but is not limited to, oversight of disclosure requirements in the *Canada Business Corporations Act* and associated regulations relating to diversity and representation on the Board and in senior management of the Corporation of females, aboriginal persons, persons with disabilities and members of visible minorities.

The Committee’s approach to determining whether individuals fall within identified groups is based on self-identification by the individual and is carried out in a manner that respects applicable personal information and privacy laws.

The Committee is also responsible for annually assessing the effectiveness of the Board. In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively. Adherence to this policy will be taken into account as part of the annual performance and effectiveness evaluations of the Board and the Committee.

4. Measurable Objectives

The Committee will discuss and agree annually all measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption. At any given time the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

5. Monitoring and Reporting

The Committee will report annually on the process it has used in relation to Board appointments. Such report will include a summary of this Policy, the measurable objectives set for implementing the Policy and progress made towards achieving those objectives.

6. Review of the Policy

The Committee will review the Policy annually, which will include an assessment of the effectiveness of the Policy. The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

Approved by the Board on August 2, 2018
and updated on February 25, 2020.