

OPG Proprietary		
Document Number: OPG-POL-0037	Revision R003	
Usage Classification: Information	Sheet Number: N/A	Page: 1 of 2

**Title:** OPG BOARD OF DIRECTORS DIVERSITY AND INCLUSION POLICY

**Policy Statements:** Diversity and Inclusion at OPG

OPG embraces diversity in its broadest sense - a mix of talents, perspectives, backgrounds and experiences that increase our collective capability. OPG believes strongly in developing a culture of inclusion in which everyone is treated fairly and respectfully and each member is valued as an integral part of the team. OPG embraces, respects, accepts and values differences among all employees and directors.

Diversity is an integral part of our business practice and the constituency of the OPG Board of Directors. The Board considers diversity essential in attracting qualified directors and maintaining a highly effective Board. The Board, its Committees and their associated meetings are organized and presided to create an inclusive environment to engage all Board members.

**Requirements:** The Role of the Human Resources and Governance Committee

**Use of Outside Advisors**

The Human Resources and Governance Committee may engage qualified independent advisors to assist in identifying prospective director candidates that meet the selection criteria established by the Committee and that support the Board’s diversity objectives.

Additionally, in identifying prospective director candidates, the Committee may directly or through its independent advisors, seek the input of other organizations who advocate for the advancement of diversity on corporate boards of directors.

**Measurable Objectives**

The OPG Board of Directors’ target for diverse representation on the Board is 50% of independent directors, including 30% women.

The Board will interview a diverse candidate(s) for every vacancy on the Board.

OPG will disclose its diversity target, policy and related practices, including the mandatory disclosure regarding the representation of women on the Board and in senior executive positions, in its Annual Information Form available on Sedar: [www.sedar.com](http://www.sedar.com) and on its public facing website: [www.opg.com](http://www.opg.com).

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Document Number: OPG-POL-0037		Revision: R003
Usage Classification: Information	Sheet Number: N/A	Page: 2 of 2

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At any given time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

**Review of Policy**

This policy will be reviewed annually by the Human Resources and Governance Committee.

**Approval:**

Board of Directors

**Date:** August 11, 2022