

Board Diversity Policy

Purpose:

The Board of Directors is committed to maintaining high standards of corporate governance in all aspects of Linamar's business and affairs, and recognizes the benefits of fostering greater diversity, both in the boardroom and within our workforce in Canada and around the world.

The Board of Directors believes that a diversity of perspectives maximizes the effectiveness of the Board and decision-making in the best interests of the Corporation.

The Board of Directors believes in the importance of highly capable candidates for leadership and Board positions driven out of merit.

The Human Resources and Corporate Governance Committee is responsible for identifying and recommending candidates for nomination as Directors of Linamar.

The Board of Directors approves the final selection of candidates for nomination and election or re-election by shareholders, or for appointment to the Board between annual meetings of shareholders.

The search for and selection of candidates is based on merit and candidates will be considered against objective criteria, having due regard to the benefits of diversity on the Board including the representation of members of "designated groups" as defined in the Employment Equity Act (women, members of visible minorities, Indigenous peoples and persons with disabilities).

Philosophy, Roles and Responsibilities:

The Human Resources and Corporate Governance Committee will determine the desired skills, knowledge and experience of new candidates by taking into account the existing strengths of the Board and the needs of Linamar. These qualifications are enumerated in the Director Skills Matrix.

When identifying potential candidates, the Human Resources and Corporate Governance Committee will, in addition to its own search, strive to use resources of organizations advancing diversity in Canada or abroad, and seek advice from experienced and independent search consultants, where necessary.

The Board uses as the basis of its philosophy around diversity a principle of proportionate representation; proportionate first to the composition of the Company's overall workforce, and secondly - more broadly, proportionate to the composition of the communities it operates within.

More specifically, the Board of Directors has established as its objective that women and members of "designated groups" should attain a comparative level of representation at each level of management, including the Board of Directors, with the overall representation of women and members of "designated groups" in the Company's overall workforce.

The actual quantum of such comparative representation will vary and grow over time as the Company's overall workforce moves towards a comparative representation of the community it operates within.

Ultimately, the Company's overall workforce, and therefore each level of management including the Board of Directors, should mirror the broader community, which would suggest a balance of approximately 50% women and 30% members of a "designated group" which is the current level of representation of these groups in Canada. .
Annually, the Human Resources and Corporate Governance Committee will review this policy and assess its effectiveness in promoting a diverse Board of Linamar.

Approved: March 10, 2021