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**BOARD DIVERSITY POLICY**  
**Adopted by the Board of Directors on May 4, 2021.**

Orca Gold Inc. (the “**Corporation**”) is committed to the diversity of the Board of Directors (the “**Board**”), including the number of women directors and the number directors who are members of each of the other designated groups such as visible minorities, Aboriginal peoples and persons with disabilities, as defined in the *Employment Equity Act* (Canada) (the “**Designated Groups**”).

At all times, the Corporation seeks to maintain a board comprised of talented and dedicated directors with a diverse mix of experience, skills and backgrounds collectively reflecting the strategic needs of the business and the nature of the environment in which the Corporation operates. When assessing the Board’s composition or identifying suitable candidates for appointment or election to the Board, the Corporation will consider candidates using objective criteria including the benefits of diversity and the needs of the Board.

The Board annually reports to the Corporation’s shareholders on the diversity of the Board, including the Designated Groups. Directors are requested to identify whether they are a designated group member or have another diversity characteristic for consideration by the Board when assessing its composition, and the Corporation’s disclosure is based on such self identification.

To support increased diversity at the Board level:

- In reviewing Board composition and assessing effectiveness, the Board and the Corporate Governance and Nominating Committee will consider the benefits of diversity and the diversity of the Board members.
- At least annually, the Board or the Corporate Governance and Nominating Committee will review and discuss the level of representation of the Designated Groups on the Board. This review will include consideration of the effectiveness of this policy in increasing such representation as new directors join the Board over time, which will be assessed based on the number of candidates identified in the Designated Groups, the number of such candidates that advance in the director selection process and the number that are appointed or nominated to the Board.

The Corporation does not support the adoption of quotas to support the Board diversity policy. All Board appointments will be made on merit, in the context of the skills, experience, independence, knowledge and other qualities which the Board as a whole requires to be effective, with due regard for the benefits of diversity (including the level of representation of the Designated Groups on the Board).