



**AQUILA RESOURCES INC.**  
**(the "Corporation")**

## **DIVERSITY POLICY**

The Corporation believes in diversity and the potential for diversity in the composition of the board of directors (the "**Board**") and senior management of the Corporation, to advance the best interests of the Corporation. In this context, diversity may encompass a variety of dimensions (including, among other things, diversity in business and other professional expertise and experience, gender, geography, age, race and ethnicity), the relative importance of which may change from time to time.

The purpose of this Policy is to outline how the Corporation approaches diversity, particularly when identifying individuals to serve as members of the Board or senior management of the Corporation.

The Board recognizes the importance of positions being filled by the most suitable and competent individuals and that bias and discrimination – whether conscious or unconscious – may inhibit, among other things, diversity and the selection, retention and promotion of individuals based on merit. The Board also recognizes that "the tone is set at the top" and the processes applicable to determining the composition of the Board and senior management will have a significant impact on attracting and retaining individuals throughout the Corporation.

The Board has adopted processes for the nomination and evaluation of individuals as members of the Board and its committees that are based on objective merit-based criteria which afford due regard to the potential benefits of diversity. Similar processes are to be used for the hiring and evaluation of senior management of the Corporation.

Subject to the availability of candidates who meet the Corporation's objective merit-based criteria, the Corporation intends, on a basis that effects an orderly transition, to seek (i) to attain a Board composition with adequate female representation and (ii) that a reasonable number of senior management positions are held by women. These are aspirational goals that are not to be considered "quotas".

Any third parties engaged by the Corporation to assist in identifying possible members of the Board or senior management of the Corporation are to be advised of the Corporation's recognition of the potential benefits of diversity and the need for the process pursued by the third party on behalf of the Corporation to minimize the potential adverse impact of bias and discrimination.

Annually, the Board (or a committee of the Board) will review this Policy and assess its effectiveness in connection with the composition of the Board and senior management. The Corporation will annually report in its Management Information Circular on the process it has used in relation to Board appointments and senior management hires. Such report will include a summary of this Policy and progress made towards achieving its purpose including the aspirational goals set forth above.

This Diversity Policy (the “**Policy**”) was adopted by the board of directors (the “**Board**”) of the Corporation on January 15, 2019.