



Major Drilling Group International Inc.

Diversity Policy

PURPOSE AND SCOPE

Major Drilling Group International Inc. (the “**Corporation**”) values diversity at the managerial, executive officer, and board of directors (the “**Board**”) levels. The Corporation believes that diverse perspectives enhance its organizational strength and effectiveness, problem solving ability and opportunity for innovation.

This document (the “**Policy**”) defines the Corporation’s policy with respect to diversity on the Board and in relation to those in senior management positions within the Corporation. The Board has delegated to the Corporate Governance and Nominating Committee (the “**Committee**”) the responsibility of overseeing and ensuring the implementation of this Policy.

DEFINITIONS

In this Policy, the term “**diversity**” refers to all the criteria that make individuals different from one another. It includes, but is not limited to, criteria such as sex, gender, geographical representation, education, background, regional and industry experience, ethnicity, age, disability, and other distinctions. The term “**executive officer**” in this Policy has the meaning attributed to it in National Instrument 58-101 – *Disclosure of Corporate Governance Practices*, as amended.

POLICY STATEMENT

The Committee recognizes that diversity in general, including the important role that women, with appropriate and relevant skills and experience, can play in contributing to the diversity of perspectives on the Board and at the managerial and executive officer levels. The Committee is of the view that selection of female and diverse candidates to join the Board and the Corporation’s executive and managerial teams will be, in part, dependent on the pool of candidates with the necessary skills, knowledge and experience and that Board member, executive officer and managerial nominations should be based on merit and the contribution the nominee will bring to the Board, the executive team or to a managerial role, as applicable.

Within this framework, to improve the Corporation’s managerial diversity, executive officer diversity, and board diversity, the Committee, the Board and the executive team will, as applicable, when identifying and considering the selection of candidates for election to the Board or for executive officer or managerial positions, respectively:

- consider diversity criteria including, without limitation, gender, age and geographical background of the candidate;

- consider the level of representation of women, indigenous peoples, persons with disabilities and members of visible minorities (the “Designated Groups”); and
- in addition to its own searches, if necessary, engage independent external advisors to conduct a search for candidates who meet the Board and the Corporation’s expertise, skills and diversity criteria to achieve the Corporation’s diversity goals.

OBJECTIVES

The Corporation is committed to ensuring that diversity at the managerial, executive officer, and Board levels is actively pursued. At the date of adoption of this Policy, the Board does not believe that quotas or a formulaic approach necessarily result in the identification or selection of the best candidates. Accordingly, the Corporation has not established fixed targets regarding the representation of women and the other Designated Groups on the Board or in senior management positions at this time.

REVIEW OF THE POLICY

The Committee will review its diversity policy periodically, 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.