

MANDATE OF THE EXECUTIVE CHAIR OF THE BOARD OF DIRECTORS
of
Lassonde Industries Inc.
(the “Corporation”)

The Executive Chair of the Board of Directors of the Corporation acts as liaison between the Board of Directors and the Chief Executive Officer by offering advice and strategic direction. The Executive Chair of the Board of Directors guides the Corporation towards the achievement of its goals, while ensuring effective communications and harmonization between the Board of Directors and management and providing active oversight of the business.

The Board of Directors has approved, as of this date, the mandate of the Executive Chair of the Board of Directors, which provides for her responsibilities in addition to those required of her under (i) applicable laws and the Corporation’s articles and by-laws and (ii) those which may be specifically assigned to her from time to time by the Board of Directors.

Thus, the Executive Chair of the Board of Directors of the Corporation has the following responsibilities:

Effectiveness of the Board

- Ensure that the members of the Board of Directors work as a team in an efficient and productive manner;
- Ensure that the Board of Directors has the necessary administrative support to carry out its work;
- Ensure that the directors receive accurate, complete, relevant and clear information in a timely manner in order to perform their duties effectively;
- Ensure that the directors are provided with meeting materials prior to Board meetings to facilitate effective discussion and decision-making.

Management of the Board of Directors

- Chair the Board of Directors and oversee the performance of its mandate;
- Oversee all governance-related aspects of the Board of Directors, including its succession planning;
- Chair meetings of the Board of Directors as well as in-camera meetings of the directors in the absence of management;
- Review with the Chief Executive Officer and the Corporate Secretary the draft agenda for each meeting of the Board of Directors;
- Ensure that Board meetings are conducted in an efficient and productive manner with adequate time for consideration of each item on the agenda;
- Meet, for the purpose of evaluating their potential nomination, with nominees for positions of directors of the Corporation once they have been identified by the Corporate Governance Committee;
- Meet with members of the Board of Directors to solicit their feedback on the effectiveness of the Board of Directors and committees as well as on any other relevant issues.

Executives

- Promote good relations between the Board of Directors and executives of the Corporation;
- Oversee the Chief Executive Officer’s fulfillment of his mandate, including his performance;
- Approves the Corporation’s annual strategy and plans, and oversees its performance;
- Ensure solid succession management for executives, including the position of Chief Executive Officer;

- Act as a resource person to the Chief Executive Officer for key strategic business initiatives, and meet regularly with the Chief Executive Officer to provide him with comments and advice on behalf of the Board of Directors and other stakeholders of the Corporation;
- Participate periodically in key management meetings;
- Collaborate with the Chief Executive Officer to ensure that the Corporation's activities align and are compliant with its mission, vision and values;
- Ensure that the Corporation is operated as a socially responsible business and oversee the stability thereof, especially in times of uncertainty.

Shareholders and other stakeholders

- Chair the shareholder meetings;
- Manage the expectations of the Corporation's shareholders;
- Promote the development and maintenance of key partnerships with the Corporation's stakeholders, while acting as the ambassador and protector of the interests of the Corporation.

Crisis management

- Guide and support the executive management team in times of crisis;
- Ensure that, in times of crisis, the Board of Directors receives accurate, complete, relevant and clear information in a timely manner.

Last amended on March 27, 2025.