

GOODFOOD MARKET CORP. (“Goodfood”)

Board and Senior Management Diversity & Inclusion Policy (“Policy”)

1. Purposes

This Policy sets forth Goodfood’s approach to promoting, achieving and maintaining diversity, equity and inclusion on the Board of Directors (“**Board**”) and Senior Management Team (“**Senior Management**”).

Goodfood’s Board and Senior Management are committed to achieving and maintaining a culture of diversity and inclusion. Goodfood believes that the diversity of our employees, our culture and Goodfood’s values should reflect the society that we are fortunate enough to live in and work in.

Goodfood believes that a diversified workforce strengthens the business at all levels and, as such, diversity should be fostered, valued and leveraged. From a Board perspective, Goodfood believes that diversity is an essential component of Board effectiveness, critical to provide the best ongoing governance and strategic guidance and oversight of Goodfood’s strategy. Diversity enhances the range of perspectives, experience and expertise required to achieve effective stewardship and management.

2. Diversity reflected in Goodfood’s values and daily actions

Goodfood’s values will create a culture that encourages the full development of each team member and strives for a collaborative and inclusive work environment.

3. Diversity, Equity and Inclusion Principles and Initiatives

For the purposes of this Policy diversity includes, but is not limited to, business experience, age, gender, disabilities, members of visible minorities, indigenous people and sexual orientation; and the term Senior Management applies to Vice Presidents and above.

Goodfood wants to be reflective of the diverse communities in which we live and work and of the customers that we serve. Diversity is about the individual and the variety of unique dimensions, qualities and characteristics that people possess. Equity is about providing access to opportunities based on merit and fair criteria; inclusiveness is about creating a culture where people can be themselves at work, with their differences welcomed and valued.

Goodfood places a key importance on fostering an inclusive environment for employees at all levels. Goodfood has an inclusion and diversity approach when it comes to its workforce, with respect to, but not limited to, talent acquisition and retention, employee development and advancement strategies and compensation.

4. Board and Senior Manager Appointments

Goodfood's Governance & HR Committee ("GHRC") is responsible for recommending to the Board candidates for Director nominations who possess the qualifications, competencies, skills, business and financial experience, leadership roles and level of commitment required of a Director to fulfill Board responsibilities. For Senior Management, Goodfood's President and Chief Executive Officer are responsible for selecting candidates to fulfill Senior Management roles at Goodfood.

Goodfood is committed to ensuring there are no bias in recruitment practices and will ensure that we are nominating/selecting the most qualified people for Director and Senior Management roles. To this end, the Board and Senior Management appointments will:

- follow search protocols that extend beyond the networks of existing Board members/Senior Management and will include the identification of a reasonable proportion of candidates who are women and candidates who are members of one or more of the *Employment Equity Act* designated groups (e.g. women, members of visible minorities, indigenous people, persons with disabilities);
- require any search firm engaged to help identify candidates who are women and who are members of the other diverse groups; and
- review potential candidates from a variety of backgrounds and perspectives, who are highly qualified based on their experience, education, expertise, personal qualities, and general and sector specific knowledge.

5. Board Objectives

The Board will actively search for diverse board members who will bring skill sets to augment and add to the existing Board and, specifically, Goodfood is committed to achieving and maintaining a gender balanced board (with 3/7 or 4/9 of either sex being considered balanced) and actively seeking board members who represent other diverse Canadian communities.

6. Senior Management Objectives

In order to continuously assess the effectiveness of this Policy, the Human Resources Department will monitor the following performance indicators, in addition to other dimensions of diversity as referenced in section 3 above:

- Representation of women in our overall workforce, as well as in leadership roles;
- Percentage of women in new hires and internal promotions;

- Percentage of employees who participate in activities related to diversity and inclusion awareness;
- Employee engagement results related to the diversity and inclusion dimension (or questions).

The Human Resources Department will report regularly to the Executive Leadership Team on progress of the strategic initiatives and the performance indicators.

7. Disclosure, Reporting and Annual Review

This Policy will be published on Goodfood's website and a summary thereof will be disclosed in the annual Proxy circular. Board and Senior Management representation will be monitored, reviewed and reported annually. Board and Senior Management will also report annually on the diversity of its members and progress towards achieving their respective diversity objectives.

On an annual basis, the **GHRC** will assess the effectiveness of the Board nomination process at achieving Goodfood's diversity, equity and inclusion objectives and will be responsible for reviewing this Policy and reporting to the Board on the attainment of the specific diversity objectives. For Senior Management appointments, and for reviewing overall progress in achieving a diverse, equitable and inclusive workplace for Senior Management positions, this will be conducted by the President and Chief Executive Officer and the VP, Human Resources and reported to the GHRC.

Given the evolving nature of diversity, equity and inclusion, the Policy will be reviewed annually by the CFO, VP, Legal Affairs, General Counsel & Corporate Secretary and the VP Human Resources and recommendations of proposed amendments will be made to the Board of Directors, as required.

8. Oversight

Employees who believe they have been subjected to any kind of discrimination that conflicts with the principles embodied in this Policy are encouraged to seek assistance from his or her manager or an HR representative, in line with Goodfood's Code of Conduct. Employees can also report violations of this policy directly to the Board using the following email address: **whistleblower@makegoodfood.ca**. Any employee found to have contravened this policy may be subject to disciplinary action. No employee who in good faith reports violations of this policy will suffer reprisals or retaliation of any kind in the terms and conditions of their employment.

Approved by the Executive Team and the Board of Directors on August 17th 2021.