

VIQ SOLUTIONS INC.

DIVERSITY POLICY

As adopted July 9, 2021

INTRODUCTION

VIQ Solutions Inc. (“**Corporation**”) believes that a diverse board of directors (the “**Board**”) and senior management team helps to broaden the Corporation’s range of perspectives, experiences and expertise required to deliver results for stakeholders and make more informed decisions. The promotion of a diverse Board and senior management team makes prudent business sense, reflects the Corporation’s increasingly diverse customer base and operations and makes for better corporate governance while ensuring the Corporation has the opportunity to benefit from all available talent.

The Corporation also recognizes that the Board and its senior management appointments must be based on performance, ability, merit and potential. Therefore, the Corporation ensures a merit based competitive process for appointments. The Corporation’s commitment to diversity including the representation of women and historically underrepresented groups on the Board and in senior management is an important factor in the recruitment process. This document (“**Policy**”) defines the Corporation’s policy with respect to diversity on the Board and in senior management positions at the Corporation.

DEFINITION OF DIVERSITY

In this Policy, “diversity” refers to any characteristic that can be used to differentiate groups and people from one another. It includes, but is not limited to, characteristics such as gender, age, geographical representation, education, religion, ethnicity, race, nationality, culture, language, aboriginal or indigenous status and other ethnic distinctions, sexual orientation, political affiliation, family and marital status, disability, and regional and industry experience and expertise.

BOARD DIVERSITY

The Nominating and Corporate Governance Committee of the Board (“**NCG Committee**”) is responsible for reviewing and assessing Board size, composition and effectiveness, and for recommending to the Board qualified director nominees to fill Board vacancies and recommending qualified director nominees for the next annual general meeting of shareholders.

It is an objective of this Policy that diversity be considered in determining the optimal composition of the Board. In reviewing Board composition and identifying suitable candidates for Board appointment or nomination for election to the Board, candidates will be selected based on merit and against objective criteria, and due regard will be given to the benefits of supporting a diverse and inclusive culture which solicits multiple perspectives and views and is free of conscious or unconscious bias and discrimination.

To support the Corporation's Board diversity objectives, the NCG Committee will, after considering the Corporation's obligations under any agreements or other arrangements concerning the appointment or nomination of individuals for election to the Board, including the Charter of the NCG:

- (a) consider the diversity when determining the composition of the Board;
- (b) consider potential candidates from a variety of backgrounds and perspectives, with the Corporation's diversity objectives in mind; and
- (c) engage, when appropriate, qualified independent external advisors to conduct a search for candidates, to help achieve the Corporation's diversity objectives.

The Corporation recognizes that gender diversity is a significant aspect of diversity and to promote gender diversity on the Board, the selection process for Board appointees and nominees for election will also involve the following steps (including where the Corporation engages an external recruitment agency to identify and assess candidates):

- (a) ensure that appropriate efforts are made to include women and individuals belonging to historically underrepresented groups in the list of potential candidates being considered for a Board position; and
- (b) if, at the end of the selection process, no women or individuals belonging to historically underrepresented groups are selected from the list of candidates, the Board must be satisfied that there are objective reasons to support this determination.

The NCG Committee shall be responsible for making recommendations to the Board regarding any targets and timeframes for achieving representation of women and historically underrepresented groups on the Board.

SENIOR MANAGEMENT DIVERSITY

The NCG Committee of the Board is responsible for ensuring the Corporation has in place programs to attract and develop management of the highest caliber and a process to provide for the orderly succession of management. To ensure that the Corporation attracts and retains the best talent in senior management and that the Corporation provides equal employment opportunities for its senior management, the Corporation will recruit and promote individuals based on performance, ability, merit and potential, and with a commitment to support a diverse and inclusive culture which solicits multiple perspectives and views and is free of conscious or unconscious bias and discrimination.

It is an objective of this Policy that diversity be considered in connection with succession planning and the appointment of members of the Corporation's senior management.

The Corporation recognizes that gender diversity is a significant aspect of diversity and acknowledges the role that women and historically underrepresented groups can play in contributing to diversity of perspective in senior management positions. Accordingly, in order to promote the specific objective of gender diversity, the Corporation will:

- (a) implement practices which address impediments to gender diversity in the workplace and review their availability and utilization;
- (b) regularly review the proportion of women and individuals belonging to historically underrepresented groups at all levels of the Corporation;
- (c) monitor effectiveness of, and continue to expand on, existing initiatives designed to identify, support and develop talented women and individuals belonging to historically underrepresented groups with leadership potential;
- (d) continue to identify new ways to entrench diversity as a cultural priority across the Corporation; and
- (e) engage, when appropriate, qualified independent external advisors to conduct a search for candidates to help achieve the Corporation's diversity objectives in relation to senior management.

The NCG Committee shall be responsible for making recommendations to the Board regarding any targets and timeframes for achieving representation of women and individuals belonging to historically underrepresented groups in senior management positions.

REVIEW OF THE POLICY

On an annual basis, the NCG Committee will: (i) assess the effectiveness of the Board appointment/nomination process at achieving the Corporation's diversity objectives; and (ii) consider and, if determined advisable, recommend to the Board for adoption, measurable objectives for achieving diversity on the Board.

On an annual basis, the NCG Committee will: (i) assess the effectiveness of the senior management appointment process at achieving the Corporation's diversity objectives; and (ii) consider and, if determined advisable, recommend to the Board for adoption, measurable objectives for achieving diversity in senior management.

At any given time, the Board may seek to adjust one or more objectives concerning Board and senior management diversity and measure progress accordingly.