



**POSITION DESCRIPTION FOR THE CHAIR OF THE BOARD OF DIRECTORS OF
TAIGA MOTORS CORPORATION**

DATED APRIL 21, 2021

I. KEY RESPONSIBILITIES

The Chair of the Board of Directors (the “**Board**”) of Taiga Motors Corporation (“**Taiga**”, or the “**Corporation**”), in fulfilling his or her duties and responsibilities under the Board charter, is responsible for:

1. Providing leadership to the Board.
2. Overseeing its effectiveness and ensuring that it meets its obligations and responsibilities.
3. Monitoring and coordinating the functions of the Board with management of the Corporation.
4. Ensuring the proper functioning of the Board meetings, including through:
 - a) chairing the Board meetings;
 - b) in consultation with management, the Corporate Secretary and the Chairs of the committees of the Board (the “**Committees**”), as appropriate, determining the frequency, dates and locations of meetings of the Board and of Committees;
 - c) in consultation with management and the Corporate Secretary, reviewing the meeting agendas to ensure all required business is brought before the Board to enable it to efficiently carry out its duties and responsibilities;
 - d) ensuring Committees report to the Board on their activities;
 - e) ensuring the Board has the opportunity, if and when required, to meet separately without non-independent directors and management present;
 - f) ensuring, in consultation with the Committee Chairs, that all items requiring Board and Committee approval are appropriately tabled;
 - g) ensuring the proper flow of information to the Board and review, with management and the Corporate Secretary, the adequacy and timing of materials in support of management’s proposals;
 - h) in conjunction with the relevant Committee (and its Chair), reviewing and assessing the directors’ meeting attendance records and the effectiveness and performance of the Board, its Committees (and their Chairs) and individual directors;
 - i) ensuring that the Board works in a cohesive manner and enable open communication among its members;
 - j) ensuring minutes of the Board meetings are available in a timely manner; and

- k) ensuring that the Board is provided with the resources, including external advisers and consultants to the Board as considered appropriate, to permit it to carry out its responsibilities and bring to the attention of the Chair of the Board and the Chief Executive Officer any issues that are preventing the Board from being able to carry out its responsibilities.
5. Ensuring the proper functioning of the shareholder meetings, including through:
 - a) in consultation with management, the Corporate Secretary and the Committee Chairs, as appropriate, determining the frequency, dates and locations of shareholder meetings;
 - b) acting as chair of any shareholder meeting; and
 - c) ensuring that all business that is required to be brought before a meeting of shareholders is brought before such meeting...
 6. Ensuring that adequate advance information is distributed to the directors and that the Board receives regular updates on all issues important to the affairs of the Corporation.
 7. Meeting with members of the Board and each Committee to ensure full utilization of individual capacities and the optimum performance of the Board and each Committee.
 8. Working with management to monitor progress on the business plan, annual budgets, policy implementation and succession planning.
 9. Reviewing progress made by management of the Corporation in executing the Board's decisions and plans in the conformity with the Corporation's policies.
 10. Being available to provide counsel to management of the Corporation on major policy issues such as acquisitions, divestitures and financial structure.
 11. Participating in external activities involving the representation of the Corporation to its major stakeholders, including its shareholders, the financial community, governments and the public.
 12. At the request of the Board, undertaking specific assignments for the Board.
 13. Conducting peer reviews through a process involving meeting with each director individually. These peer reviews will be conducted to coincide with the formal evaluation of the Board.

This Position Description for the Chair of the Board was approved by the Board on April 21, 2021.