

Capstone Infrastructure Corporation
(the “Corporation”)

Equity, Diversity and Inclusion Policy

(“EDI Policy”)

Equity, Diversity and Inclusion (“**EDI**”) are considered by Capstone to be principles that are integral to us being better able to pursue our Mission, which is to drive the energy transition forward through creative thinking, strong partnerships and a commitment to quality and integrity in how we do business.

Capstone recognizes the importance and benefit for the conduct of our business which comes from being an organization comprised of a diverse group of highly talented and experienced individuals whose range of backgrounds, views and outlooks are all appropriately respected and valued. In support of this belief, the Corporation has developed this EDI Policy to promote the principles of EDI across our organisation.

1. Meaning of Equity, Diversity and Inclusion

For the purposes of this Policy, we define:

“Equity” as the principle driving the removal of systemic barriers and biases with the objective of ensuring identity should not be predictive of opportunities or workplace outcomes.

“Diversity” as any characteristic or quality that can be used to differentiate groups and people from one another and includes gender; age; race, nationality, culture, religion, language, and other ethnic distinctions (including Indigenous peoples, members of visible minorities or geographic background); different abilities (including persons with disabilities); education; regional and industry experience; and expertise (as defined by Canada’s Employment Equity Act).

“Inclusion” as the practice of ensuring that all individuals are valued and respected for their contributions.

2. Guiding Principles

The following principles shall be applied when evaluating Board candidate nominations, CEO and senior management appointments as well as general workforce hiring practices:

- (a) consider only individuals who are highly qualified for the relevant roles, based on their experience, education, expertise, personal attributes, as well as general and sector-specific knowledge; and,
- (b) non-discrimination with respect to criteria that may help to promote Diversity.

3. Board Appointments

The Board’s Corporate Governance & Compensation Committee (the “**CG&C Committee**”), with the assistance of any Nomination Subcommittee of the CG&C Committee formed (a “**Nomination Subcommittee**”), is responsible for identifying and recommending candidates to nominate for appointment or election to the Board. To further the objective of supporting EDI, the CG&C Committee (and the relevant Nomination Subcommittee) shall, in addition to following the Guiding Principles (outlined in Section 2 above), include at least one woman in any short list identifying potential candidates to nominate for appointment or election to the Board.

4. Support for Equity, Diversity and Inclusion Across the Corporation

To facilitate EDI across the organization, the Corporation shall:

- (a) Periodically review the level of diversity at all levels of the Corporation through the use of anonymous surveys that do not identify the respondent;
- (b) Consider initiatives designed to identify, support and develop diverse employees with leadership potential;
- (c) Consider policies and practices that may assist in addressing impediments to EDI in our workplaces;
- (d) Continue to identify new ways to enhance EDI across the organization;
- (e) Maintain an employee-led EDI Committee (with a targeted membership of at least five representative employees drawn from across the Corporation) focused on education, awareness and increasing dialogue related to EDI within the workforce.

The CEO and CG&C Committee shall periodically consider findings and recommendations with respect to EDI within the Corporation over time.

Approved: August 2016

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