

# **POLARIS**

## **Board Committee Charters**

**Polaris Infrastructure Inc.**

**(the "Company")**

## TERMS OF REFERENCE FOR COMMITTEES

The following terms of reference shall apply to all the committees of Polaris Infrastructure Inc. (the “**Company**”) except where modified by a committee’s charter in which case the terms of reference set forth in such charter shall apply.

### COMPOSITION OF COMMITTEES

The Audit Committee shall be composed of at least three directors each of whom shall be independent within the meaning of National Instrument 52-110 Audit Committees.

The Human Resources Committee shall be composed of three directors, **[and to the extent possible,]** each of whom shall be independent directors. An “independent director” means directors that have no direct or indirect material relationship with the Company, where a material relationship is a relationship which could, in the view of the board of directors of the Company (the “**Board**”), be reasonably expected to interfere with the exercise of a director’s independent judgment. Schedule “A” to this Charter sets out guidance on what would be considered a material relationship in accordance with National Policy 58-201 Corporate Governance Guidelines. As the guidelines set out in Schedule “A” to this Charter may be revised, updated or replaced from time to time, the Board shall update such schedule as required.

The Corporate Human Resources Committee shall be composed of three directors, and to the extent possible, each of whom shall be independent directors.

In addition, members of each committee shall meet the prescribed independence, financial literacy (in the case of the Audit Committee) and experience requirements and shall have relevant skills and or experience in the committee’s areas of responsibility as required by the securities laws applicable to the Company, including those of any stock exchange on which the Company’s securities are traded.

The Board may from time to time establish additional committees who shall have the responsibilities and the members determined by the Board at the time of appointment.

### APPOINTMENT OF COMMITTEE MEMBERS

Members of the committees shall be appointed or confirmed by the Board, on the recommendation of the Corporate Human Resources Committee. Members shall hold office at the pleasure of the Board.

### VACANCIES

Where a vacancy occurs at any time in the membership of a committee, it may be filled by the Board. The Board must fill any vacancy if the membership of a committee is less than the minimum required number of directors required for a committee.

### COMMITTEE CHAIR

The Board shall appoint a chair for each committee on the recommendation of the Corporate Human Resources Committee.

## **ABSENCE OF COMMITTEE CHAIR**

If the chair of a committee is not present at any meeting of the committee, one of the other members of the committee who is present at the meeting shall be chosen by the committee to preside as chair at the meeting.

## **SECRETARY OF COMMITTEE**

At each meeting the committee shall appoint a secretary who need not be a director of the Company. Minutes of each committee meeting shall be circulated within a reasonable time of the meeting to all members of the committee for approval. Once approved, the minutes will be filed in a safe and secure location.

## **MEETINGS**

The chair of a committee or the Chair of the Board or any two members of the committee may call a meeting of the committee. Each committee shall meet at least once each fiscal year, more frequently if so required by its charter, and at such other times during each year as the committee deems appropriate or required by law.

## **QUORUM**

A majority of the members appointed to a committee shall constitute a quorum.

## **NOTICE OF MEETINGS**

The chair of a committee shall arrange to provide notice of the time and place of every meeting in writing (including by facsimile) to each member of a committee at least twenty-four (24) hours prior to the time fixed for such meeting, provided, however, that a member may in any manner waive a notice of a meeting. Attendance of a member at a meeting constitutes a waiver of notice of the meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called. The chair of a committee will also arrange for an agenda for the meeting and all required materials for review by the members of each Committee are delivered to the members with sufficient time for their review, or that such requirement is waived.

## **ATTENDANCE OF THE COMPANY'S OFFICERS AT MEETINGS**

The chair of a committee or the Chair of the Board or any two members of a committee may invite one or more officers of the Company to attend any meeting of the committee.

## **PROCEDURE, RECORDS AND REPORTING**

Subject to applicable law and the articles and by-laws of the Company, each committee shall determine its own procedures at meetings and may conduct meetings by telephone, shall keep records of its proceedings and report to the Board, at least annually, when the committee may deem appropriate.

## **ENGAGEMENT OF ADVISORS**

Each committee may, at the request of the Board or on its own initiative, investigate relevant matters as it considers necessary or appropriate in the circumstances and is authorized to engage outside advisors to assist in dealing with matters within its charter, subject to the approval of the Board or of the Audit Committee.

## **DELEGATION**

Each committee may, in its discretion, and in accordance with the Company's articles and by-laws, delegate all or a portion of its duties and responsibilities to a subcommittee, to the management of the Company or, to the extent otherwise permitted by applicable laws or regulations, to any other body or individual.

## **LIMITATION ON RESPONSIBILITIES**

Nothing in these Terms of Reference or in each committee's charter are intended to or shall confer on any director a higher standard of care or diligence than that which applies to the directors as a whole under existing statutes or existing legislation.

These Terms of Reference and each committee's charter are subject to the provisions of the Company's articles and by-laws and to applicable laws and are not intended to limit, enlarge or change in any way the responsibilities of a director or a committee as determined by the Company's articles and by-laws and applicable laws.

Each committee is a committee of the Board and is not and shall not be deemed to be an agent of the Company's shareholders for any purpose whatsoever. The Board may, from time to time, permit departures from the terms hereof, or from a committee's charter, either prospectively or retrospectively, and no provision contained herein or within a committee's charter is intended to give rise to civil liability to securityholders of the Company or other liability whatsoever.

## **REVIEW OF CHARTER AND PERFORMANCE**

Each committee shall review its charter and conduct an assessment of its performance, and the performance of the chair of the committee, on an annual basis. The committee shall report the results of such review and assessment, including any recommendations for change, to the Corporate Human Resources Committee or to the Board, in the case of the Corporate Human Resources Committee.

## **EFFECTIVE DATE**

These Terms of Reference were implemented by the Board on August 12, 2015.

## SCHEDULE A to the Terms of Reference for Committees

### INDEPENDENCE REQUIREMENTS UNDER NATIONAL POLICY 58-201 CORPORATE GOVERNANCE GUIDELINES

1. Pursuant to National Policy 58-201 *Corporate Governance Guidelines*, and for greater certainty, the following individuals are considered to have a material relationship with the Company:
  - (a) an individual who is, or has been within the last three years, an employee or executive officer of the Company;
  - (b) an individual whose immediate family member is, or has been within the last three years, an executive officer of the Company;
  - (c) an individual who:
    - (i) is a partner of a firm that is the Company's internal or external auditor,
    - (ii) is an employee of that firm, or
    - (iii) was within the last three years a partner or employee of that firm and personally worked on the Company's audit within that time;
  - (d) an individual whose spouse, minor child or stepchild, or child or stepchild who shares a home with the individual:
    - (i) is a partner of a firm that is the Company's internal or external auditor,
    - (ii) is an employee of that firm and participates in its audit, assurance or tax compliance (but not tax planning) practice, or
    - (iii) was within the last three years a partner or employee of that firm and personally worked on the Company's audit within that time;
  - (e) an individual who, or whose immediate family member, is or has been within the last three years, an executive officer of an entity if any of the Company's current executive officers serves or served at that same time on the entity's compensation committee; and
  - (f) an individual who received, or whose immediate family member who is employed as an executive officer of the Company received, more than \$75,000 in direct compensation from the Company during any 12 month period within the last three years.

2. Despite the foregoing, an individual will not be considered to have a material relationship with the Company solely because:
  - (a) he or she had a relationship identified above if that relationship ended before March 30, 2004; or
  - (b) he or she had a relationship identified above with a subsidiary entity of the Company or a parent of the Company if that relationship ended before June 30, 2005.
3. For the purposes of clauses (c) and (d) above, a partner does not include a fixed income partner whose interest in the firm that is the internal or external auditor is limited to the receipt of fixed amounts of compensation (including deferred compensation) for prior service with that firm if the compensation is not contingent in any way on continued service.
4. For the purposes of clause (f) above, direct compensation does not include:
  - (a) remuneration for acting as a member of the board of directors or of any board committee of the Company, and
  - (b) the receipt of fixed amounts of compensation under a retirement plan (including deferred compensation) for prior service with the Company if the compensation is not contingent in any way on continued service.
5. Despite the foregoing, an individual will not be considered to have a material relationship with the Company solely because the individual or his or her immediate family member:
  - (a) has previously acted as an interim chief executive officer of the Company, or
  - (b) acts, or has previously acted, as a chair or vice-chair of the board of directors or of any board committee of the Company on a part-time basis.
6. For the purpose of the above, references to the Company includes a subsidiary entity of the Company and a parent of the Company.

## CHARTER OF THE AUDIT COMMITTEE

### MANDATE

The primary mandate of the Audit Committee is to assist the board of directors (the “**Board**”) of Polaris Infrastructure Inc. (the “**Company**”) in overseeing the financial reporting and disclosure of the Company. This oversight includes:

- (a) reviewing the financial statements and the financial disclosure that is provided to the shareholders and disseminated to the public;
- (b) reviewing the systems of internal controls to maintain integrity in the financial reporting of the Company; and
- (c) overseeing and monitoring the independence and performance of the Company’s external auditors and reporting directly to the Board on the work of the external auditors.

### COMPOSITION AND ORGANIZATION OF THE COMMITTEE

The Audit Committee shall be composed of at least three members. All members of the Audit Committee must be a director of the Company.

Subject to certain limited exceptions set out in National Instrument 52-110 - *Audit Committees* (“**NI 52-110**”), the Audit Committee members must be “independent” within the meaning of NI 52-110. Generally, a member of the Audit Committee is independent if the member has no direct or indirect material relationship with the Company. A material relationship means a relationship which could, in the view of the Board, be reasonably expected to interfere with the exercise of a member’s independent judgment.

Subject to certain limited exceptions set out in NI 52-110, every Audit Committee member must be financially literate. Financial literacy is the ability to read and to understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company’s financial statements.

The Board will appoint the members of the Audit Committee on an annual basis for one year terms. Members may serve for consecutive terms.

The Board will also appoint a chair of the Audit Committee (the “**Chair of the Audit Committee**”) for a one year term. The Chair of the Audit Committee may serve as the chair of the committee for any number of consecutive terms.

A member of the Audit Committee may be removed or replaced at any time by the Board. The Board will fill any vacancies in the Audit Committee by appointment from among members of the Board.

## MEETINGS

The Audit Committee will meet at least four (4) times per year. Special meetings may be called by the Chair of the Audit Committee as required.

Quorum for a meeting of the Audit Committee shall be established when a majority of the members of the Audit Committee are in attendance.

Members may attend meetings of the Audit Committee by teleconference, videoconference, or by similar communication equipment by means of which all persons participating in the meeting can communicate with each other.

The Chair of the Audit Committee will set the agenda for each meeting, after consulting with management and, if appropriate, the external auditor. Agenda materials, for example financial statements, must be circulated to Audit Committee members in advance of any meetings such that members have a reasonable time to review the materials prior to the meeting.

Minutes of the Audit Committee meetings will be accurately recorded, with such minutes recording the decisions reached by the committee. Minutes of each meeting must be available to members of the Board, the Chief Executive Officer of the Company (the "CEO"), the Chief Financial Officer of the Company (the "CFO") and the external auditor.

## RESPONSIBILITIES OF THE COMMITTEE

The Audit Committee will be governed by the Terms of Reference for Committees adopted by the Board, except where modified in this Charter of the Audit Committee. Subject to the powers and duties of the Board, the Board hereby delegates to the Audit Committee the following powers and duties to be performed by the Audit Committee on behalf of and for the Board.

### External Auditor

- (a) select, evaluate and recommend to the Board, for shareholder approval, the external auditor to examine the Company's accounts, controls and financial statements;
- (b) evaluate, prior to the annual audit by external auditors, the scope and general extent of their review, including their engagement letter, and the compensation to be paid to the external auditors and recommend such payment to the Board;
- (c) obtain written confirmation from the external auditor that it is objective and independent within the meaning of the Rules of Professional Conduct/Code of Ethics adopted by the provincial institute or order of Chartered Accountants to which it belongs;
- (d) recommend to the Board, if necessary, the replacement of the external auditor;
- (e) meet at least annually with the external auditors, independent of management, and report to the Board on such meetings;

- (f) pre-approve any non-audit services to be provided to the Company by the external auditor and the fees for those services;
- (g) directly oversee the work of the external auditor engaged for the purpose of preparing or issuing an auditor's report or performing other audit, review or attest services for the issuers, including the resolution of disagreements between management and the external auditor regarding financial reporting.

### **Financial Statements and Financial Information**

- (a) review and discuss with management and the external auditor the annual audited financial statements of the Company and recommend their approval by the Board;
- (b) review and discuss with management, the quarterly financial statements and recommend their approval by the Board;
- (c) review and recommend to the Board for approval the financial content of the annual report;
- (d) review the process for the certification of financial statements by the CEO and CFO;
- (e) review the Company's management discussion and analysis, annual and interim earnings or financial disclosure press releases, and audit committee reports before the Company publicly discloses this information;
- (f) review annually with external auditors, the Company's accounting principles and the reasonableness of management's judgments and estimates as applied in its financial reporting;
- (g) review and consider any significant reports and recommendations issued by the external auditor, together with management's response, and the extent to which recommendations made by the external auditors have been implemented.

### **Risk Management, Internal Controls and Information Systems**

- (a) review periodically with both the external auditors and with management, the general policies and procedures used by the Company with respect to internal controls over financial reporting;
- (b) review adequacy of security of information, information systems and recovery plans;
- (c) review management's plans regarding any changes in accounting practices or policies and the financial impact thereof;

- (d) review with the external auditors and, if necessary, legal counsel, any litigation, claim or contingency, including tax assessments, that could have a material effect upon the financial position of the Company and the manner in which these matters are being disclosed in the financial statements;
- (e) discuss with management and the external auditor correspondence with regulators, employee complaints, or published reports that raise material issues regarding the Company's financial statements or disclosure;
- (f) assist management to identify the Company's principal business risks; and
- (g) review the Company's insurance program, including directors' and officers' coverage, and provide recommendations to the Board.

#### **Other**

- (a) conduct special reviews and/or other assignments from time to time as requested by the Board;
- (b) confirm adequate procedures are in place for the review of the Company's public disclosure of financial information extracted or derived from the issuer's financial statements, other than the public disclosure referred to above.

#### **PROCESS FOR HANDLING COMPLAINTS REGARDING FINANCIAL MATTERS**

The Audit Committee shall establish a procedure for the receipt, retention and follow-up of complaints received by the Company regarding accounting, internal controls, financial reporting, and auditing matters.

The Audit Committee shall establish procedures for receiving complaints regarding accounting, internal controls, financial reporting, or auditing matters that will allow for the confidential and anonymous submission of concerns by employees.

#### **REPORTING**

The Audit Committee will report to the Board on:

- (a) the external auditor's independence;
- (b) the performance of the external auditor and the Audit Committee's recommendations;
- (c) the reappointment or termination of the external auditor;
- (d) the compensation of the external auditor;
- (e) the adequacy of the Company's internal controls and disclosure controls;

- (f) the Audit Committee's review of the annual and interim financial statements, annual and interim management discussion and analysis, and annual and interim news releases, before the Company publicly discloses this information;
- (g) the Audit Committee's assessment of the adequacy of the procedures in place for the review of the Company's disclosure of financial information extracted or derived from the Company's financial statements, other than the public disclosure referred to in (f) above;
- (h) the Company's compliance with legal and regulatory matters to the extent they affect the financial statements of the Company; and
- (i) all other material matters dealt with by the Audit Committee.

#### **AUTHORITY OF THE COMMITTEE**

The Audit Committee will have the resources and authority appropriate to discharge its duties and responsibilities. The Audit Committee may at any time retain outside financial, legal or other advisors at the expense of the Company without approval of management.

The external auditor will report directly to the Audit Committee.

#### **EFFECTIVE DATE**

This Charter was implemented by the Board on August 12, 2015.

## CHARTER OF THE HUMAN RESOURCES COMMITTEE

### GENERAL

The Corporate Human Resources Committee has overall responsibility for discharging the responsibilities of the board of directors (the “**Board**”) of Polaris Infrastructure Inc. (the “**Company**”) related to the Company’s Chief Executive Officer and other senior officers of the Company (collectively, the “**Executive Management**”), related to compensation matters involving Executive Management and the Board, and for monitoring the effectiveness of the Board and, if and as necessary, identifying individuals qualified to become new members of the Board. The Corporate Human Resources Committee, under the supervision of the Board, also has overall responsibility to monitor and address matters related to the governance of the Board and of the committees of the Board.

### RESPONSIBILITIES

Subject to the powers and duties of the Board, the Board hereby delegates to the Corporate Human Resources Committee the following powers and duties to be performed by the Corporate Human Resources Committee on behalf of and for the Board.

The Corporate Human Resources Committee specific responsibilities include:

- Discharge, and assist the Board of Directors in discharging, the responsibility of the Board relating to leadership, human resource planning and compensation, as set out in this Charter;
- At least annually, review with the Chief Executive Officer the goals and objectives of the Company, evaluate the Chief Executive Officer’s performance in light of these goals and objectives and determine and recommend to the independent directors of the Company for approval the Chief Executive Officer’s compensation;
- At least annually, in consultation with the Chief Executive Officer, review and make recommendations to the Board with respect to the compensation for other members of Executive Management; and
- Periodically review with the Board the succession plans of the Company related to Executive Management.

The Corporate Human Resources Committee general duties and responsibilities include, on an ongoing basis:

- (j) reviewing and monitoring the adequacy and efficiency of the organizational structure of the Company;
- (k) reviewing and monitoring the size, composition, qualifications and profile of the Board;

- (l) reviewing and monitoring the performance of the Board as a whole and of individual directors;
- (m) reviewing and monitoring succession plans and practices for Executive Management and the Board;
- (n) reviewing and monitoring compensation matters related to Executive Management and the Board and generally undertaking such other initiatives as may be necessary or desirable to enable the Board to discharge its duties in relation to compensation matters;
- (o) reviewing, making recommendations respecting and generally overseeing as necessary any incentive awards, perquisites, stock option plan, pension plan or employee benefit plans to be granted to Executive Management;
- (p) providing the Board with reports, and making recommendations to the Board, as appropriate;
- (q) assisting, when necessary, the preparation of and approving the report on executive compensation for publication in the annual management information circular and related proxy materials of the Company or as otherwise required pursuant to applicable securities laws;
- (r) undertaking such other initiatives as may be necessary or desirable to enable the Board to provide effective corporate governance; and
- (s) having such other powers and duties as are delegated to it by the Board.

Without limiting the generality of the foregoing, the Corporate Human Resources Committee shall also as required:

- (t) review any breaches of the Company's corporate governance policies and make recommendations to the Board for handling;
- (u) review and address all complaints except those specified to be reviewed by the Audit Committee; and
- (v) review and oversee the Company's policies on corporate disclosure and insider trading, the Company's Code of Business Conduct and Ethics.

#### **EFFECTIVE DATE**

This Charter was implemented by the Board on August 12, 2015.

## POLICIES

### PRIVACY POLICY

#### OUR COMMITMENT TO PRIVACY

Polaris Infrastructure Inc. (the “**Company**”) is committed to maintaining the security, confidentiality and privacy of personal information in its possession. The Company has always respected the privacy of others and strives to be an open and accessible organization. This Privacy Policy documents the Company’s on-going commitment to those individuals whose personal information the Company may have, such as directors, officers, employees, consultants, and shareholders. This Privacy Policy has been developed in consideration of the British Columbia Personal Information Privacy Act (“**BCPIPA**”) and in consideration of the principals set forth in Schedule 1 of the Canadian Personal Information Protection and Electronic Documents Act (“**PIPEDA**” and with BCPIPA the “**Privacy Legislation**”). The Privacy Legislation sets out ten principles that balance the privacy rights of individuals and the information requirements of private organizations.

This Privacy Policy is subject to applicable laws and is not intended to limit, enlarge or change in any way the responsibilities of the Company, its directors, officers, or employees.

#### DEFINITIONS

In this Privacy Policy, the following terms have the following meanings:

“**collect**” or “**collection**” means to gather, acquire, obtain or record personal information from any source, including third parties;

“**consent**” means voluntary agreement to the collection, use and disclosure of personal information for specified purposes. Consent may be expressed or implied. Express consent is given explicitly, either verbally or in writing. Implied consent exists where consent can be reasonably inferred from the action or inaction of the subject individual, or where legislation or regulation have historically mandated collection;

“**disclosure**” means making personal information available to a third party;

“**personal information**” means information, including opinions and evaluations recorded in any form, about an identifiable individual but does not include his or her business contact information. Personal information does not include information concerning corporate or commercial entities. It also does not include information that cannot be associated with a specific individual; and

“**third party**” means an individual or organization outside of the Company.

## SCOPE OF POLICY

In accordance with the Privacy Legislation, this Privacy Policy addresses personal information about individuals and does not apply to information collected, used or disclosed with respect to corporate or commercial entities. Corporate and commercial information is, however, protected by other Company policies and practices and through contractual arrangements.

This Privacy Policy does not impose any limits on the collection, use or disclosure of business contact information or information publicly available that is recognized as such under the Privacy Legislation.

## ACCOUNTABILITY

The Company is accountable and responsible for personal information under its control. Ultimate accountability for the Company's compliance rests with the board of directors of the Company (the "Board") who delegate day-to-day accountability to the Chief Financial Officer of the Company (the "CFO"). Other individuals within the Company may be accountable for the day-to-day collection and processing of personal information or may act on behalf of the CFO.

## PURPOSES

Unless it is obvious, when collecting information, the Company will state the purpose of the collection and will provide, on request, contact information for the CFO who can answer questions about the collection of information.

The Company generally collects personal information for the following purposes:

- (w) to manage and develop its business, including personnel and employment matters;
- (x) to establish, maintain and facilitate responsible communication; and
- (y) to meet legal and regulatory requirements.

The above collection, use and disclosure of personal information is a reasonably necessary part of the Company's ability to conduct its business.

## CONSENT

The Company will obtain consent to collect, use or disclose personal information except where the Company is authorized or required by the Privacy Legislation or other law to do so without consent. The Company will make reasonable efforts to explain how personal information will be used and disclosed. Consent may be express or implied, or given through an authorized representative such as a lawyer, agent or broker. Consent can be withdrawn at any time. In certain circumstances, the Company may collect and use personal information without the knowledge or consent of the individual. For example:

- (z) the use of information is for acting in an emergency that threatens an individual's life, health or personal security;
- (aa) the Company is collecting or paying a debt;
- (bb) the Company is obtaining legal advice; or
- (cc) the Company reasonably expects that obtaining consent would compromise an investigation or proceeding.

## **LIMITS ON COLLECTION OF PERSONAL INFORMATION**

The Company will only collect personal information for the purposes identified. The Company will use methods that are lawful and will not collect information indiscriminately. The Company may also collect information as authorized by the Privacy Legislation or other laws.

## **LIMITS FOR USING, DISCLOSING AND RETAINING PERSONAL INFORMATION**

The Company will not use or disclose personal information for purposes other than those for which it was collected, except with the consent of the individual or as required or authorized by law. The Company will not sell employee or shareholder lists, or personal information, to third parties.

The Company will retain personal information only as long as necessary or expected to be necessary for the identified purposes, or as required by law.

## **ACCURACY**

The Company endeavours to have any personal information in its possession be as accurate, current and complete as necessary for the intended purpose. In most cases, the Company will rely on the individual to ensure that certain information, such as address, e-mail address or telephone number, is current, complete and accurate. The Company will not routinely update information unless it is necessary to fulfill the purposes for which it was collected.

## **SAFEGUARDING PERSONAL INFORMATION**

The Company is committed to the safekeeping of personal information in order to prevent its loss, theft, unauthorized access, collection, use, disclosure, duplication, or modification.

Confidentiality and security are not assured when information is transmitted through e-mail or other wireless communication, and therefore if an individual chooses to communicate with the Company in this manner, it is at the individual's own risk. The Company will not be responsible for any loss or damage suffered as a result of a breach of security or confidentiality when an individual transmits information to the Company by e-mail or other wireless communication or when the Company, at the request of an individual, transmits such information by such means.

## **OPENNESS**

The Company is open about the policies and procedures it uses to protect personal information. Disclosure of policies and procedures will be made available in writing and electronically.

However, to maintain the integrity of the Company's security procedures and business methods, the Company may refuse to publicly disclose certain information.

### **PROVIDING ACCESS**

Individuals have a reasonable right to access and to review personal information held by the Company. Upon written request and proof of an individual's identity, the Company will, within a reasonable time period, disclose to the individual what personal information it has, what it is being used for, and provide a description of the individuals and organizations to whom such information has been disclosed. The Company may ask the individual to be specific about the information they would like to access.

The Company may charge a minimal fee for providing personal information in response to an access request and will provide an estimate of any such fee upon receiving a written request for access to personal information. The Company may require a deposit for all or part of the fee. The Company will make the personal information available within 30 days or provide written notice where additional time is required to fulfill the request. Where an access request is refused in whole or in part, the Company will notify the individual requesting access in writing, giving the reason for refusal and outlining further steps that are available.

### **CHALLENGING COMPLIANCE**

Any complaints, concerns or questions regarding this Privacy Policy must be directed in writing to the Chairman of the Board. If the Chairman of the Board is unable to address the concern, the issue can be referred to the office of the Chair of the Audit Committee.

*Contact Information for the Executive Chairman:*

Chairman of the Board  
Polaris Infrastructure Inc.  
7 St. Thomas St. Suite 309  
Toronto, Ontario, Canada  
M5S 2B7

### **EFFECTIVE DATE**

This Policy was implemented by the Board on August 12, 2015.