

HARDWOODS DISTRIBUTION INC.
(the “Corporation”)

BOARD DIVERSITY POLICY

The Corporation believes in diversity and values the benefits diversity can bring to its Board of Directors (the “**Board**”). Diversity includes gender, sexual preference, disability, age, ethnicity, business experience, functional expertise, stakeholder expectations, culture and geography. The Corporation seeks to maintain a Board comprised of talented and dedicated directors whose skills and backgrounds reflect the diverse nature of the business environment in which the Corporation operates. Accordingly, the composition of the Board is intended to reflect a diverse mix of skills, experience, knowledge and backgrounds, including an appropriate number of women directors.

Board diversity promotes the inclusion of different perspectives and ideas, and ensures that the Corporation has the opportunity to benefit from all available talent. The promotion of a diverse Board makes prudent business sense, helps maintain a competitive advantage and makes for better corporate governance.

The Corporation will periodically assess the skills, experience, knowledge and backgrounds of its directors in light of the needs of the Board, including the extent to which the current composition of the Board reflects a diverse mix of skills, experience, knowledge and backgrounds, including an appropriate number of directors who are women, Indigenous peoples (First Nations, Inuit and Métis), persons with disabilities and members of visible minorities (collectively, the “**Designated Groups**”).

The Corporation is committed to a merit based system for Board composition, which requires a diverse and inclusive culture where directors believe that their views are heard, their concerns are attended to and they serve in an environment where bias, discrimination and harassment on any matter are not tolerated. When identifying suitable candidates for appointment to the Board, the Corporation will consider candidates on merit against objective criteria having due regard to the benefits of diversity and the needs of the Board. Any search firm engaged to assist the Board or the Governance, Nominating and Compensation Committee in identifying candidates for appointment to the Board shall be directed to include diverse candidates generally, and candidates who are members of the Designated Groups in particular, and such candidates will be included in the Board’s evergreen list of potential Board nominees.

In furtherance of Board diversity, the Corporation aspires to attain by its annual meeting in 2026, and thereafter maintain, a Board composition in which at least 25% of the directors are women. The Governance, Nominating and Compensation Committee will consider whether to adopt further targets for specific Board diversity characteristics in furtherance of the objectives of this policy.

Annually, the Governance, Nominating and Compensation Committee will review this policy and assess its effectiveness in promoting a diverse Board which includes an appropriate number of directors who are members of the Designated Groups.