



## BOARD AND MANAGEMENT DIVERSITY POLICY

### INTRODUCTION

Pulse Seismic Inc. ("**Pulse**") recognizes and acknowledges that diversity among its Board of Directors (the "**Board**") and senior leadership and management positions ("**Management**") enhances debate and improves decision-making. Such diversity allows Pulse to be guided by the best mix of skills, knowledge, perspectives, experience and character that will in turn enable Management and the Board to develop responsive and dynamic long-term strategies and business operations.

This Board & Management Diversity Policy (the "**Policy**") is intended to set out a framework and target objectives to promote diversity within the Board and Management of Pulse. In this Policy, the term "diversity" refers to characteristics that differentiate groups and individuals from one another and includes, but is not limited to, characteristics such as sex, gender, geographical representation, sexual orientation, political affiliation, language, education, background, regional and industry experience, ethnicity, age and disability.

### POLICY STATEMENT

The Corporate Governance & Nominating Committee (the "**Committee**"), in consultation with the Board and President and Chief Executive Officer, is responsible for reviewing and assessing Board composition and identifying qualified individuals for nomination or appointment to the Board and Management.

Pulse recognizes and embraces the value of diversity at both the Board and Management levels, as well as for all other employees, as having a positive impact on enhancing our competitive advantage. The Committee will consider diversity as a major consideration in identifying and assessing candidates to recommend for nomination or appointment to the Board in conjunction with a merit based approach, in the context of relevant skills, knowledge and experience, to the appointment of directors. To support this objective, the Committee, the Board and the Management team will, as applicable, when identifying and considering the selection of candidates:

- consider equivalent experience of a candidate in a similar or related industry or related experience in which the candidate demonstrates the level of skill, knowledge and leadership required for the position;
- consider the benefits of all aspects of diversity, including, but not limited to, those described above;
- assess the background, skills and experience collectively represented by the Board and Management to ensure a multiplicity of perspectives, backgrounds and experience are represented;
- consider the level of representation of women on the Board and in Management, respectively; and
- if necessary, in addition to its own searches, engage independent external advisors to conduct a search for candidates who meet the Board and Pulse's expertise, skills and diversity criteria to achieve Pulse's diversity goals and objectives.

### MEASURABLE OBJECTIVES

Pulse is committed to actively pursuing diversity and achieving tangible results. Pulse recognizes that promoting diversity is both a short-term and a long-term goal. Pulse is committed to creating opportunities for women and persons of diverse backgrounds on the Board and in Management, as well as creating a work environment that fosters the development, growth and opportunities for these individuals. To this end, Pulse is committed to:

- integrating the concept of diversity into Pulse's process of reviewing and analyzing succession candidates;
- promoting training, mentorship and development programs internally for individuals with diverse backgrounds;
- maintaining and aspiring to increase the current level of representation of women on the Board and in Management; and
- monitoring the effectiveness of, and continuing to expand on, initiatives designed to identify, support and develop talented, diverse candidates with leadership potential.

## **REVIEW, MONITORING AND REPORTING**

The purpose of this Policy is to promote a diverse Board and Management which includes representation of women and persons of diverse backgrounds in these positions. The skills, expertise, experience, independence and background of each person on the Board and in Management will be reviewed annually by the Committee to identify areas in which Pulse may promote diversity.

The effectiveness of this Policy will be measured by assessing whether women and persons from a diverse background have been considered for Board and Management positions in the preceding year and whether the objectives discussed in the "Measurable Objectives" have been met. Upon review, the Committee will make recommendations to the Board for consideration and approval.