

ATS Board Diversity Policy

Purpose

This Board Diversity Policy (the “**Policy**”) is intended to set out a framework that promotes diverse perspectives and experience on the Board of Directors (the “**Board**”) of ATS Corporation (the “**Corporation**”) and confirms the Board’s responsibility to promote an inclusive corporate culture.

Policy Statement

The Board recognizes that diverse perspectives and experience among its directors will support a balanced consideration of matters and comprehensive debate, which, in turn, will enhance decision making by the Board and maximize shareholder value. Further, the Board recognizes its obligation to promote an inclusive corporate culture.

The Corporate Governance and Nominating Committee Charter includes recommending suitable candidates for election to the Board and annually evaluating the overall effectiveness of the Board. The Corporation is committed to a merit-based system for Board composition. The Corporate Governance and Nominating Committee (the “**Committee**”) will consider candidates on merit using objective criteria with due regard to the benefits of diverse perspectives and experience and the needs of the Board when identifying suitable candidates for appointment to the Board. The Committee's considerations will include achieving an appropriate level of diverse perspectives and experience on the Board. In this Policy, diversity of perspectives and experience refers to all the characteristics that make individuals unique, and includes, but is not limited to, traits such as, skills, business and industry experience, education, geographic and cultural background, and abilities.

Objectives

In reviewing the composition of the Board, the Committee will consider the benefits of maintaining an optimum mix of skills, knowledge, perspectives and experience on the Board. Although the Committee considers the level of diverse perspectives and experience of the Board, the benefit of diverse perspectives and experience is among a number of factors that are considered in assessing the contribution of a director and, accordingly, the Corporation has not adopted targets relating to the appointment of members of the Board.

Candidate Identification Process

The Committee may engage an outside executive search firm to assist in identifying candidates for appointment to the Board. Any search, whether executed by an outside executive search firm or through an internal process, will be directed to include a set of candidates that provide diversity of perspectives and experience. In its list of potential candidates In assessing candidates, the Board will consider the benefits of diverse perspectives and experience to add a broader perspective to the Board. The final decision will be based on merit and the contribution that the chosen candidate brings to the Board.

Monitoring and Reporting

The Committee is responsible for monitoring compliance with the Policy and for reviewing and assessing the effectiveness of the Policy in promoting diversity of perspectives and experience on an annual basis. To measure the effectiveness of this policy, the committee will review:

- the skills, geographic and cultural background, and experience of candidates considered or brought forward for Board positions to ensure all candidates are being fairly considered relative to other candidates; and
- the Board's efforts in relation to promoting diversity of perspectives and experience and an inclusive corporate culture.

The Committee will report to the Board on an annual basis with respect to the objectives of the Policy and make recommendations that it considers advisable to further improve the Board's outlook, understanding and policies in respect of this important subject. A summary of this Policy will be included on an annual basis in the Corporation's Management Information Circular.

Review of the Policy

The Committee will review this Policy from time to time as necessary to assess (i) the measures taken to ensure the Policy has been effectively implemented; (ii) the effectiveness of the Policy in promoting inclusivity and diversity of perspectives and experience on the Board. As part of its review, the Committee may make recommendations on any required changes to the Board for consideration and approval.

This Policy was last approved by the Board of Directors on June 24, 2025.