

POSITION DESCRIPTION FOR THE LEAD DIRECTOR OF THE BOARD OF DIRECTORS

FUNCTION

The Lead Director shall be an independent director within the meaning of applicable Canadian and United States securities laws and the NASDAQ corporate governance standards (“**Independent Directors**”). The prime responsibility of the Lead Director of the board of directors (the “**Board**”) of Alithya Group inc. (the “**Company**”) is to assist the Chair to enhance Board effectiveness and ensure efficient conduct of the Board’s work. The Board has ultimate accountability for supervision of management of the Company. Critical to meeting this accountability is the relationship between the Board, management, shareholders and other stakeholders. The Lead Director, as an Independent Director, shall provide leadership for the Independent Directors to independently oversee that these relationships are effective, efficient and further the best interests of the Company.

SPECIFIC RESPONSIBILITIES

In fulfilling his or her responsibility, the Lead Director will:

1. oversee the Board’s discharge of its duties assigned to it by law, in the constating documents of the Company and the Company’s corporate governance guidelines;
2. take steps to foster the Board’s understanding of its responsibilities and boundaries with management;
3. chair periodic meetings of the Independent Directors and assume other responsibilities which the Independent Directors as a whole might designate from time to time;
4. ensures an independent review of the executives’ compensation, performance evaluations and internal control systems;
5. assist in reviewing and monitoring the long term business plan, strategies and policies of the Company and the achievement of their objectives;
6. assist the Chair to establish procedures to govern the effective and efficient conduct of the Board’s work;
7. provide input to the Chair of the Board on preparation of agendas for Board and committee meetings;
8. preside over Board meetings when the Chairman of the Board is not in attendance, subject to the provisions of the by-laws of the Company, and conduct the meetings in an efficient, effective and focussed manner;
9. provide leadership for the independent directors and ensure that the effectiveness of the Board is assessed on a regular basis;
10. set the agenda for the meetings of the Independent Directors;
11. in conjunction with the Chairman of the Board, facilitate the effective and transparent interaction between the Board and management; and

12. provide feedback to the Chairman of the Board and act as a sounding board with respect to strategies, accountability, relationships and other issues.

DATED November 1, 2018.