Alithya

# POSITION DESCRIPTION FOR THE CHAIR OF THE BOARD OF DIRECTORS

## FUNCTION

The prime responsibility of the Chair of the board of directors (the "**Board**") of Alithya Group Inc. (the "**Company**") is to provide leadership to the Board to enhance Board effectiveness. 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 Chair, as the presiding member, must oversee that these relationships are effective, efficient and further the best interests of the Company.

## SPECIFIC RESPONSIBILITIES

In fulfilling his or her responsibility, the Chair of the Board shall:

1. oversee the Board's discharge of its duties assigned to it by law, in the constating documents of the Company, the Board's mandate and the Company's corporate governance guidelines;

2. take steps to foster the Board's understanding of its responsibilities and boundaries with management;

3. oversee the responsibilities delegated to all Board committees, including, but not limited to ensuring an independent review of the executives' compensation and performance evaluations are conducted;

4. chair periodic meetings of the independent directors, set the agenda of such meetings, if any, and assume responsibilities which the independent directors as a whole may designate from time to time;

5. assist in reviewing and monitoring the long-term business and strategic plan of the Company and achievement thereof;

6. establish procedures to govern the effective and efficient conduct of the Board's work;

7. schedule meetings of the Board and work with committee chairs to co-ordinate the schedule of meetings for committees;

8. organise and present the agenda for Board meetings based on input from directors and management;

9. oversee the distribution of information to the Board in a manageable form, sufficiently in advance of each meeting;

10. preside over Board meetings and conduct the meetings in an efficient, effective and focussed manner;

11. help the Board fulfil the goals it sets by assigning specific tasks to members of the Board;

12. work with the committees appointed by the Board, so that they have a proper structure and appropriate assignments;

13. oversee the functions delegated to the committees and monitor the committees' work to see that these functions are carried out and results are reported to the Board;

14. oversee the appropriate communication of management strategy, plans and performance to the Board;

15. ensure that the effectiveness of the Board is assessed at least annually, including by leading an annual assessment of the Board and its committees, the Chair of the Board and the committees, as well as individual directors;

16. act as a liaison between the Board and management as well as between shareholders and the Board;

17. communicate with the executive officers of the Company so that they are aware of concerns of the Board, shareholders and other stakeholders;

18. chair meetings of the shareholders;

19. together with the Chief Executive Officer, represent the Company to external groups, including shareholders, creditors, consumer groups, local communities and all levels of government; and

20. carry out other duties as requested by the Board, as needs and circumstances arise.

**DATED** November 1, 2018, as revised on November 11, 2020 and November 13, 2025.