



**FARMERS EDGE INC.
(the "Company")**

CHAIR POSITION DESCRIPTION

Appointment

1. Subject to the provisions of any investor rights or other securityholder rights agreement of the Company in existence from time to time, the chair (the "**Chair**") will be appointed, serve and be removed at the pleasure of the Board of Directors (the "**Board**").

Duties of the Chair

2. In addition to fulfilling his or her duties as an individual director, the duties of the Chair are to:
 - (a) provide leadership to the directors by organizing the Board to function independently, and when requested or required, arrange to meet without management and non-independent directors present;
 - (b) manage the affairs of the Board to ensure that the Board is organized properly and functions effectively;
 - (c) take reasonable steps to ensure that the members of Board execute their duties pursuant to the Board Mandate;
 - (d) preside at, call and schedule each meeting of the Board;
 - (e) preside at meetings of the shareholders;
 - (f) coordinate with management and the Corporate Secretary to ensure that:
 - (i) documents are delivered to directors in sufficient time in advance of Board meetings for a thorough review;
 - (ii) matters are properly presented for the Board's consideration at meetings;
 - (iii) the Board has an appropriate opportunity to discuss issues at each meeting; and
 - (iv) the Board has an appropriate opportunity to question executive officers, management, employees, external auditors, experts and advisors regarding any and all matters of importance to the Board and the Corporation;
 - (g) communicate with each Board member to ensure that:
 - (i) each director has the opportunity to be heard and participate in decision making; and

- (ii) each director is accountable to the Board and to each Committee on which he or she serves.
- (h) arrange with the Corporate Secretary for the preparation, accuracy and distribution of all minutes of the Board;
- (i) ensure that each committee of the Board, following their meetings:
 - (i) reports to the Board regarding their activities, findings and recommendations; and
 - (ii) makes Committee information available to any director upon request; and
- (j) assist in maintaining effective working relationships between Board members, the Chief Executive Officer, external auditors, experts, advisors, executive officers and management.

Adopted by the Board of Directors – March 2, 2021