

MAGNET FORENSICS INC.

POSITION DESCRIPTION OF CHAIR OF THE BOARD OF DIRECTORS

Effective Date: January 18, 2021

The Board of Directors (the “**Board**”) of Magnet Forensics Inc. (the “**Company**”) is responsible for supervising the management of the business and affairs of the Company. The Chair of the Board (the “**Chair**”) is principally responsible for overseeing the operations of the Board.

Without limitation to the foregoing, the Chair shall:

- (a) provide leadership in defining, setting and implementing the corporate culture of the Company and in fostering the effectiveness of the Board in carrying out its duties and responsibilities as described in the Board mandate and as otherwise may be appropriate;
- (b) ensure there is an effective relationship between the Board and senior management of the Company including by acting as a liaison between the Board and senior management;
- (c) in consultation with other members of the Board, including, if applicable, the Lead Director, and the Chief Executive Officer and Corporate Secretary, determine the frequency, dates and locations of meetings of the Board;
- (d) ensure that the Board has the opportunity, if and when required, to meet separately without non-independent directors and management present;
- (e) in consultation with the other members of the Board, including, if applicable, the Lead Director, and the Chief Executive Officer and Corporate Secretary of the Company, prepare the agenda for each meeting of the Board;
- (f) chair Board meetings (other than in camera meetings or portions of such meetings in respect of which the Chair is conflicted), including stimulating debate, providing adequate time for discussion of issues, facilitating consensus, encouraging full participation and discussion by individual directors and confirming that clarity regarding decision-making is reached and accurately recorded;
- (g) together with the Lead Director, if applicable, ensure that timely and relevant information is provided to the Board as required for the proper performance of their duties, including information relevant to each meeting of the Board;
- (h) together with the Lead Director, if applicable, ensure that the Board is provided with adequate resources, including, where appropriate, external advisors and consultants, to permit it to carry out its responsibilities and bring to the attention of senior management any issues that are preventing the Board from being able to carry out its responsibilities;
- (i) ensure appropriate communication between the Board and shareholders and chair all shareholder general meetings;

- (j) serve a public relations role in representing the Board and the Company to outside parties;
- (k) together with the Lead Director, if applicable, be satisfied that the responsibilities of the Board are effectively carried out in compliance with the Board's mandate and that the functions of the Board delegated to the committees of the Board are effectively carried out and reported to the Board;
- (l) together with the Lead Director, if applicable, ensure that the appropriate committee structure is in place and assist the Compensation, Nominating and Governance Committee in making recommendations for appointment to such committees;
- (m) together with the Compensation, Nominating and Governance Committee, ensure that an appropriate system is in place to evaluate the performance of the Board as a whole, the Board's committees and individual directors, with a view to ensuring that they are fulfilling their respective responsibilities and duties, and making recommendations to the Compensation, Nominating and Governance Committee for changes when appropriate;
- (n) in collaboration with the Compensation, Nominating and Governance Committee, support the director recruitment process, as well as the orientation of new directors and the continuing education of incumbent directors;
- (o) consult with the Compensation, Nominating and Governance Committee on candidates for nomination or appointment to the Board;
- (p) work with senior management to monitor progress on the Company's business plan, annual budgets, policy implementation and succession planning; and
- (q) provide additional services required by the Board.