

POSITION DESCRIPTION
LEAD INDEPENDENT DIRECTOR OF THE BOARD

The board of directors (the “**Board**”) of BBTV Holdings Inc. (the “**Company**”) shall select one of the members of the Board, who meets the criteria for independence established by section 1.4 of National Instrument 52-110 — *Audit Committees* to be appointed as lead independent director (the “**Lead Independent Director**”) of the Board. The duties and responsibilities of the Lead Independent Director shall be as follows:

- Together with the chair of the Board (the “**Chair**”), providing overall leadership to enhance the effectiveness and performance of the Board, the committees of the Board, and individual directors of the Board (the “**Directors**”);
- Together with the Chair, fostering ethical and responsible decision making by the Board, the committees of the Board and individual Directors;
- If the Chair is not present at meeting of the Board, chairing such meeting;
- Preparing or causing to be prepared agendas for meetings of the Board in consultation with the Chair and any chairs of the committees of the Board, as appropriate;
- Creating a cooperative atmosphere where Directors are encouraged to openly discuss, debate and question matters requiring their attention in a constructive and productive fashion;
- Ensuring that the independent Directors meet in separate in camera sessions, as deemed necessary or advisable by the Board, and preside over such sessions;
- Serve as a liaison between the chair and the independent Directors;
- Together with the Chair, ensuring the Board works in an open and productive manner with senior executives of the Company and receives appropriate and timely information, material and reports from senior executives of the Company in order to permit the Board to effectively discharge its duties and responsibilities; and
- Carrying out such other duties and responsibilities as the Board may request from time to time.

Dated: **September 29, 2020**

Approved by: Board of Directors of the Company