



## Majority Election Policy for Director Elections

Effective: January 31, 2024

### POLICY

The Board of Directors (the “**Board**”) of Real Matters Inc. (the “**Corporation**”) believes that each of its directors should carry the confidence and support of its shareholders. To this end, the directors have unanimously adopted this Majority Election Policy for Director Elections (the “**Policy**”). All nominees for election to the Board will be required to adhere to this Policy before their names are put forward.

In an uncontested election of directors of the Corporation (as explained below), forms of proxy for the vote at a shareholders’ meeting where directors are to be elected will enable the shareholder to vote separately for each nominee, either for or against their election. Any nominee for director who does not receive more for votes than against votes shall offer his or her resignation as a director for acceptance by the Board promptly following the meeting of shareholders.

Such director will cease to serve on the Board on the 90<sup>th</sup> day after the date of the shareholder meeting in accordance with the *Canada Business Corporations Act* or earlier if the Board accepts such director’s resignation before such date.

This Policy only applies in circumstances involving an uncontested election of directors. For the purposes of this Policy, an “uncontested election of directors” means that the number of nominees for election as a director is not more than the number of directors proposed to be elected to the Board.