

MAJORITY VOTING POLICY

May 6, 2020

The board of directors (the “Board”) of Trisura Group Ltd. (the “Company”) believes that each of its members should carry the confidence and support of the Company’s shareholders. To this end, the Board has unanimously adopted this majority voting policy (the “Policy”). Future nominees for election to the Board will be asked to subscribe to this policy before their names are put forward. Each of the current directors have subscribed to this Policy.

Forms of proxy for the election of directors will permit a shareholder to vote in favour of, or to withhold from voting, separately for each director nominee. The Chairperson of the Board will ensure that the number of shares voted in favour or withheld from voting for each director nominee is recorded and promptly made public after the meeting. If the vote was by a show of hands, the Company will disclose the number of shares voted by proxy in favour or withheld for each director and, if applicable, the outcome of the vote by show of hands.

If the total number of common shares of the Company (“Common Shares”) voted in favour of the election of a director nominee represents less than a majority of the total Common Shares voted and withheld for that director, in each case on a non-cumulative basis, that director shall immediately tender his or her resignation. The Board will determine whether or not to accept a director’s resignation within 90 days and will issue a press release announcing the Board’s decision, a copy of which will be provided to the Toronto Stock Exchange. Absent exceptional circumstances, the Board will accept the resignation. The resignation will be effective when accepted by the Board. If the Board determines not to accept a resignation, the press release will fully state the reasons for that decision. A director who tenders his or her resignation will not participate in a Board meeting at which the resignation is considered. The majority voting policy does not apply in circumstances involving contested director elections.

This majority voting policy was reviewed and approved by the board of directors of the Company on May 6, 2020.