

POSITION DESCRIPTION FOR THE INTERIM LEAD DIRECTOR OF DIRTT ENVIRONMENTAL SOLUTIONS LTD.

Purpose

The purpose of the interim lead director (the “Interim Lead Director”) of the board of directors (the “Board”) of DIRTT Environmental Solutions Ltd. (the “Company”) is to provide independent leadership for the Board and in particular, its independent directors, and to assist the Board in discharging its duties, responsibilities and obligations independently of management. The Interim Lead Director shall serve while the Chair of the Board is acting in the role of Interim CEO of the Company.

Responsibilities

The Interim Lead Director:

1. shall meet regularly with the Interim CEO and other Board members to maintain an effective relationship and to ensure that the Board members are being provided with necessary information and resources to fulfill their responsibilities and statutory obligations;
2. shall, with the Interim CEO, develop schedules and agendas of meetings of the Board and its committees and verify that all items requiring Board and/or committee approval are appropriately tabled;
3. shall serve as chair of any meeting of the Board where the Chair of the Board is not present at such meeting and, if the Secretary of the Company is absent at such meeting, appoint some person (who need not be a director) to act as secretary of the meeting;
4. shall ensure that the independent directors meet *in camera* in conjunction with regular meetings of the Board, or additional meetings when requested by any independent director, and chair and prepare agendas for, such *in camera* or additional meetings of the independent directors of the Board; and
5. may call meetings of the Audit Committee, Compensation Committee and Nominating and Governance Committee of the Board, in addition to the Chair of the Board, the Interim CEO and the members of each such committee.

Appointment of the Interim Lead Director

The Interim Lead Director shall be recommended by the Nominating and Governance Committee of the Board, and appointed by the Board, from the independent members of the Board, and shall hold office at the pleasure of the Board but in any event, for no longer than the time the Chair of the Board holds office as Interim CEO.

Review of Position Description

The Board shall review the adequacy of this Position Description as frequently as it deems appropriate. Such review shall include the evaluation of the performance of the Interim Lead Director in light of this Position Description.

Approved by the Board this 18th day of January, 2022.