

DIRTT

DIRTT Environmental Solutions Ltd.

Board Shareholder Communication and Engagement Policy

August 4, 2021



The Board of Directors of DIRTT Environmental Solutions Ltd. (the “Board of Directors”) and Management welcome interaction with shareholders and believe that it is important to have direct regular and constructive engagement with them in order to allow and encourage open dialogue and the exchange of ideas. To facilitate such engagement, this policy outlines how the Board of Directors may communicate with shareholders and how shareholders can communicate with the Board of Directors. The Policy also describes how Management interacts with shareholders.

HOW THE BOARD OF DIRECTORS AND MANAGEMENT COMMUNICATE WITH SHAREHOLDERS

1.1 BOARD OF DIRECTORS

DIRTT Environmental Solutions Ltd. (the “Company”) is committed to having regular and constructive engagement directly with its shareholders to allow and encourage shareholders to express their views on governance matters directly to the Board of Directors outside of the annual meeting. The Board of Directors will annually communicate information about the Board of Directors and individual directors, the Company’s corporate governance and executive compensation practices through the Company’s management proxy circular and proxy statement.

The Board of Directors encourages shareholder participation at the Company's annual shareholder meetings as well as through informal meetings throughout the year as necessary. Each director nominee will attend the annual meeting, absent a compelling reason. The Board of Directors encourages shareholders to attend the Company's annual meeting as it provides a valuable opportunity to discuss the Company, its corporate governance and other important matters.

Our website also provides extensive information about the Board of Directors, its mandate, the board committees and their mandates, and our directors.

1.2 MANAGEMENT

Management communicates with shareholders in many ways. The primary form of communication is through the Investor Relations team, which communicates with shareholders on a daily basis. Other means of communications with the shareholders include the Company's annual report, quarterly reports, news releases, website, presentations at investor and industry conferences and other meetings. In addition, our quarterly earnings call is open to all and we hold our annual meeting of shareholders at different locations so that all our shareholders have the opportunity to participate.

The following are the primary spokespeople to shareholders and the investment community:

- Chief Executive Officer
- Chief Financial Officer
- Director, Investor Relations

They meet periodically with investor representatives to discuss the financial and business performance of the Company.

HOW SHAREHOLDERS CAN COMMUNICATE WITH THE BOARD OF DIRECTORS AND MANAGEMENT

2.1 BOARD OF DIRECTORS

In between annual meetings, the Company supports an open and transparent process for shareholders to contact the Board of Directors, through the office of the Secretary of the Company.

Shareholders are encouraged to be specific in their communications such that inquiries can be directed to appropriate contacts and replied to efficiently and effectively.

The Secretary has been designated by the Board of Directors as its agent to receive and review communications and meeting requests addressed to directors. The Secretary will determine, in consultation with the appropriate members of the board, whether the communication received is a proper communication to the Board of Directors or should be addressed by Management.

The Board of Directors has the right to decline requests for meetings for any reason it deems appropriate, including where the proposed topics are not appropriate and in order to limit the number of such meeting requests to a reasonable level and prioritize acceptances based on the interests of all shareholders. Topics suitable for Board of Directors – shareholder communications include:

- Board of Directors structure and composition;
- Board of Directors performance;
- Chief Executive Officer performance;
- executive compensation;
- succession planning;
- corporate governance practices and disclosure;
- material strategic decisions; and
- overall corporate performance.

If Management receives any questions that the Board of Directors should be made aware of, the information will be passed on to the Secretary to consider for communication to the Board of Directors.

The Board of Directors will endeavour to respond to all appropriate correspondence in a timely manner. On a quarterly basis, the Secretary reports to the Nominating & Governance Committee on all communications sent to the Board of Directors and reviews and considers responses in relation to corporate governance matters.

Shareholders or other stakeholders of the Company may communicate with the Board of Directors by mail, e-mail or telephone by contacting the Company's Corporate Secretary.

Contact Details:

DIRTT Environmental Solutions Ltd.

Investor Relations Department

7303 30 Street SE

Calgary, Alberta T2C 1N6

Email: ir@dirtt.com

Phone: 800-605-6707

The Board of Directors and Management recognize that shareholder and other stakeholder engagement is an evolving practice in Canada, the United States, and globally, and will review this policy periodically to ensure that it is effective in achieving its objectives.

Adopted effective August 4, 2021