

Board and Executive Diversity Policy

1 INTRODUCTION

- 1.1 The Board of Directors of Largo Inc. (the Company or Largo) has determined that Largo should formalize its policy on matters relating to Board and Executive Diversity Policy.

2 OBJECTIVE OF THE POLICY

- 2.1 Largo recognizes and supports the benefits of diversity in the board of directors (the “Board”) and in the executive management team. Largo is committed to fostering an inclusive culture free of conscious or unconscious bias across all levels of the organization. Diversity at the board and executive level ensures that diverse members of the Board and Largo’s executive management team are given equal opportunity to participate in decision-making processes and that such processes benefit from the contribution of differing perspectives, experiences, and expertise to achieve Largo’s strategic objectives.

Diversity promotes the inclusion of different perspectives and ideas, mitigates against group think and improves oversight, decision-making and governance. For the purposes of this policy, “diversity” is measured on the basis of any characteristic or quality that can be used to differentiate groups and people from one another and includes gender identity, gender expression, sexual orientation; age; race, nationality, culture, language and other ethnic distinctions (including Aboriginal peoples and members of visible minorities); different abilities (including persons with disabilities); education; regional and industry experience; and expertise.¹

3 APPLICATION OF THE POLICY TO THE BOARD

- 3.1 The Governance Committee of the Board is responsible for reviewing and assessing Board size, composition and effectiveness, and for recommending to the Board (i) the director nominees to stand for election at the next annual meeting of shareholders (“AGM”), and (ii) any candidates for appointment to the Board between AGMs, as appropriate.

¹ Aboriginal peoples”, “members of visible minorities” and “persons with disabilities” have the meanings given to them in the Employment Equity Act (Canada).

It is an objective of this policy that diversity be considered in determining the optimal composition of the Board. In reviewing Board composition and identifying suitable candidates for Board appointment or nomination for election to the Board candidates will be selected based on merit and against objective criteria, and due consideration will be given to diversity criteria and the benefits of diversity in forming a dedicated, fair, and inclusive Board.

Gender diversity is a significant element of fostering an inclusive culture and Largo recognizes the importance of providing equal opportunity to women with relevant competencies and skills in order to achieve a more balanced gender representation in the boardroom. It is an objective of this policy to have at least two women on the Board. Accordingly, in order to promote the specific objective of advancing diversity on the Board, Largo will ensure that diverse candidates generally, and at least one woman candidate in particular, are included in the candidate pool for the selection of every Board nominee.

The Corporate Governance Committee will periodically (i) assess the effectiveness of the Board appointment/nomination process in achieving Largo's diversity objectives and (ii) consider and, if determined advisable, recommend to the Board for adoption, measurable objectives for achieving diversity on the Board or changes to any such measurable objectives. At any given time the Board may seek to adjust one or more objectives concerning its diversity and measure progress accordingly.

4 APPLICATION OF THIS POLICY TO EXECUTIVE MANAGEMENT

- 4.1 The Compensation Committee or other designated committee of the Board is responsible for periodically reviewing and making recommendations to the Board with respect to succession planning matters concerning the Chief Executive Officer and other key executive officers.

It is an objective of this policy that diversity be considered in connection with succession planning and the appointment of members of Largo's executive management team.

The Compensation Committee or other designated committee of the Board will periodically (i) assess the effectiveness of the executive management appointment process at achieving Largo's diversity objectives, and (ii) consider and, if determined advisable, recommend to the Board for adoption, measurable objectives for achieving diversity in executive management. At

any given time the Board may seek to adjust one or more objectives concerning executive management diversity and measure progress accordingly.

5 COMMUNICATION OF THIS POLICY

- 5.1 This Policy will be published on Largo's website and communicated to all current and new directors, officers and employees. Each Largo location will be responsible for determining the most appropriate method of communicating this Policy. All directors, officers and employees will be informed of significant updates.

Initial and recurrent training on this Policy will be given to all directors and officers responsible for its implementation.

6 RESPONSIBILITY FOR THE POLICY

- 6.1 Largo's Board of Directors has overall responsibility for ensuring this Policy is adhered to.

7 REVIEW OF THE POLICY

- 7.1 The Board of Directors of Largo will review this Policy periodically.

8 QUERIES

- 8.1 If you have any questions about how this Code should be followed in a particular case, please contact the Compliance Officer of Largo by email at compliance@largoinc.com.