REVIEWED AND APPROVED BY THE NOMINATING & CORPORATE GOVERNANCE COMMITTEE ON DECEMBER 17, 2025

1.0 PURPOSE

Aetherion Technologies Inc., its subsidiaries and affiliates ("**Aetherion**" or the **"Company"**) recognizes the value of individual differences and supports diversity and inclusion within every level of the organization. This policy on Diversity sets out our approach and guidelines by which Aetherion will endeavor to promote and achieve Diversity and Inclusion (both as defined below) throughout the global organization, based on merit and free of conscious or unconscious bias.

2.0 APPLICATION AND SCOPE

Aetherion's commitment to Diversity and Inclusion begins with its Board of Directors (the "**Board**"), which considers Diversity in the selection criteria for new Aetherion board members, Executive Leadership and Management appointments across the Aetherion organization.

3.0 TERMS AND DEFINITIONS

Where used in this document, the following terms have the following meanings:

Aetherion - Means Aetherion Technologies Inc., its subsidiaries and affiliates.

Board or Board of Directors - Means Aetherion Technologies Inc.'s Board of Directors.

Company – Aetherion Technologies Inc., its subsidiaries and affiliates.

Covered Persons - Includes all Directors, Officers, Executive Leadership, and employees of the Company.

Diversity - Means the differences in age, ethnicity, Indigenous origin or heritage, gender, physical attributes, beliefs, language, sexual orientation, education, nationality, social background and culture or other personal characteristics.

Executive Leadership - Includes the position of Chief Executive Officer ("**CEO**") and positions with the highest business or functional level responsibility and are typically direct reports to the CEO.

Inclusion - Means the practice of making sure that Aetherion fosters the involvement and engagement of Diversity in all our practices relating to our customers, our communities and our Covered Persons.

Management - Includes positions with business or functional level decision responsibility and or policy accountability.

NCGC - Means Aetherion Technologies Inc.'s Nomination and Corporate Governance Committee.

4.0 STATEMENT OF POLICY

The Company recognizes that Diversity and Inclusion enriches discussion, debate and facilitates a broader exchange of perspectives, which in turn, will enable innovation, enhance balanced decision making, drive stakeholder engagement and improve business performance, leading to greater organizational resilience and growth.

Greater Diversity helps the Company build stronger relationships with its stakeholders, including its customers, employees, shareholders, business partners, and better supports sustainability and social responsibility objectives.

Aetherion is committed to respecting and valuing Diversity in all forms including differences in age, ethnicity, Indigenous origin or heritage, gender, physical attributes, beliefs, language, sexual orientation, education, nationality, social background and culture or other personal characteristics. In addition, Aetherion will respect and appreciate differences in perspectives and viewpoints, background and life experience, communication styles, interpersonal skills, education, functional expertise and problem-solving skills.

4.1 Board Of Directors

An inclusive and diverse Board leads to a better understanding of opportunities, issues and risks; enables stronger decision-making; and ultimately improves our performance and ability to provide strategic oversight and maximize shareholder value.

The Charter of the NCGC of the Board tasks the NCGC with recommending director candidates for election to the Board and annually evaluating the overall performance of the Board based on merit. Within that overriding emphasis on merit, in seeking to fill Board vacancies, the NCGC will consider candidates that bring a diversity of background and industry or related expertise and experience to the Board.

The NCGC will periodically assess the size and composition of the Board and will identify and include in that assessment any imbalances and gaps in expertise, experience, skills and backgrounds of its directors in light of the needs of the Board. In assessing Board composition and identifying suitable candidates, the NCGC will review the current composition of the Board with a view of ensuring it reflects a diverse mix of perspectives, viewpoints, knowledge, experience, education, skills, gender, age, ethnicity and geographic location, and with a view to meet any Diversity targets adopted by the Board.

Any search firm engaged to assist the Board or its committees in identifying candidates for appointment to the Board will be specifically directed to include diverse candidates generally, and multiple women candidates in particular. the Board's Charter has set a target to have women comprise at least 30% of the Board.

4.2 Executive Leadership and Management

Executive Leadership provides the leadership framework and direction for the Company. It is the responsibility of everyone within the Company to sustain a respectful workplace culture that promotes and supports Diversity and Inclusion.

In order to promote Diversity at the Executive Leadership and Management level, the Board and or the Company, where appropriate, will:

- consider candidates for promotion on merit, while giving due consideration to the benefits of Diversity and the current composition of management at all levels with respect to Diversity and, in particular, gender diversity;
- actively seek out and review merit-based candidates from a variety of backgrounds, keeping the Company objectives of Diversity and Inclusion in mind including, in particular, gender diversity;

- direct any search firm engaged to assist in identifying candidates for appointment to Executive Leadership to include diverse candidates , including women candidates in particular;
- Periodically review the Company's processes for internal promotion and leadership development to ensure Diversity is promoted among current employees with the required competence to potentially be considered for Management positions.

4.3 Employees

As a global company, Aetherion seeks to attract and retain talent at all levels from the countries in which we operate and to provide a workplace in which employees from all backgrounds are treated with respect, feel included and are supported to succeed. Aetherion seeks to build and maintain a respectful workplace culture in which differences are respected and valued, and the interests of diverse stakeholders are taken into account in decision-making.

As detailed in Aetherion's Code of Conduct and Respectful Workplace Policy, the Company requires that all employees be treated fairly, and with respect and dignity. Aetherion does not tolerate any discrimination, bullying or harassment in the workplace.

The basis for employment, advancement, performance appraisal and remuneration within Aetherion is based on merit, competence, performance and behaviour in line with Aetherion values.

The Company will strive to promote and educate its global organization on the importance of Diversity and Inclusion, and to recognize and respect the heritage, culture, lifestyle, preferences and environment of the local communities that host Aetherion operations.

4.4 Measuring and Reporting

A summary of this policy along with discussion of the Diversity and Inclusion objectives and education, will be included on an annual basis in the shareholder proxy circular of Aetherion and any applicable sustainability reporting.

At a minimum, the number and percentage of women directors, and the changes in such number and percentage from the previous year, shall be disclosed in the Aetherion shareholder proxy circular. In addition the number and percentage of women in Management positions, and the changes in such number and percentage from the previous year, shall be reported in any applicable sustainability reporting.

The Company will follow and meet Diversity reporting requirements in accordance with applicable law and regulations.

5.0 POLICY ENFORCEMENT

The Company is committed to ensuring that any complaints are dealt with fairly, thoroughly, confidentially and in a timely manner.

5.1 Reporting Violations

If an individual believes that someone is violating this policy or applicable law, they are asked to report it immediately to their manager/supervisor, Executive Leadership, Human Resources and/or Legal. Alternatively reporting of violations or suspected violations of this Policy can also be reported confidentially:

1. To the Compliance Officer:

   By Email: compliance@aetheriontech.com

2. Or through the Ethics/Whistleblower Hotline:

   Online: aetheriontech.ethicspoint.com

   By Email: alert@aetheriontech.com

5.2 Periodic Audits

The Company and the NCGC and the Human Resources and Compensation Committee of the Board measures compliance with this policy as part of the periodic evaluation of Aetherion policies and governance of the Board, its committees and its directors.

This policy will be reviewed bi-annually, with final approval by the NCGC of the Board. The Internal Audit Department or any other internal or external auditing party may perform periodic audits to ensure compliance with this policy.