SCHEDULE A

HIGH LINER FOODS INCORPORATED
DIRECTOR SELECTION CRITERIA
DECEMBER 10, 2025

PRINCIPLES

A board composed of directors with an appropriate mix of skills, knowledge and experience in business best serves the shareholders of High Liner Foods Incorporated (the "Company"). These criteria are meant to guide the selection of candidates for nomination to the board of directors of the Company (the "Board"), it being understood that no one individual will likely possess every competency or attribute specified. The Governance Committee of the Board (the "Governance Committee") should consider new nominees in light of the overall composition of the Board and the need to appropriately staff committees of the Board, aiming to fill any identified gaps or adding desirable expertise or qualities not currently represented on the Board.

The nomination process will:

(a) comply with (i) all applicable laws, regulations and the listing requirements and other rules of any stock exchange on which the Company's securities are listed, including, but not limited to the Toronto Stock Exchange (the "TSX") and (ii) the Memorandum and Articles of Association of the Company and the Board of Directors Charter; and
(b) pursue the objectives of the Board and Executive Officer Diversity, Equity and Inclusion Policy of the Company.

Additionally, without limitation to the foregoing:

(a) the majority of the Board shall be composed of directors who are independent under the independence standards set forth in the rules or regulations of any applicable securities regulators and stock exchanges on which the Company's securities are listed, including, but not limited to, the TSX; and
(b) members of the Audit Committee, Governance Committee and the Human Resources Committee must be independent under the independence standards set out above.

SERVICE ON OTHER BOARDS

The Company values the experience directors bring from other boards on which they serve and other activities in which they participate, but recognizes that those boards and activities also may present demands on a director's time and availability and may present conflicts or legal issues, including independence issues. No director of the Company should serve on the board of a competitor (as such term may be determined by the Board from time to time). Each director of the Company should, when considering membership on another board or committee thereof, make every effort to ensure that such membership will not impair the director's time and availability for his or her commitment to the Company. In no event should a director serve on the board of directors of more than four other active public

companies listed on a stock exchange (or, in the case of the Chief Executive Officer of the Company, if he or she is a director of the Company, one other active public company listed on a stock exchange absent special circumstances and approval of the chairs of the Board and Governance Committee). Directors should advise the chairs of the Board and Governance Committee before accepting membership on other public company boards of directors.

The Governance Committee, in consultation with the Executive Vice President, General Counsel & Corporate Secretary, will regularly assess if Board candidates meet the above guidelines. For the purpose of assessing the number of public company directorships held by a candidate, it is understood that directorships with public entities associated, affiliated or otherwise related together may be considered as constituting only one directorship.

CRITERIA

1. It is expected that candidates for nomination to the Board will have a core competency in one or more of the following areas:

(a) business acumen;
(b) experience in functional areas of importance to the Company, such as marketing, manufacturing, logistics, mergers and acquisitions, and public company governance;
(c) food industry knowledge;
(d) a track record of successful business growth in a leadership position; and
(e) financial management and literacy.

2. It is expected that candidates for nomination to the Board will have and maintain a demonstrable personal commitment to the Company by:

(a) devoting sufficient time and resources to his or her duties as a member of the Board;
(b) owning common shares or other securities of the Company at all times in such amounts as determined from time to time by the Board;
(c) maintenance of an awareness of and perspectives on relevant current business and industry issues; and
(d) participating openly and fully in Board and committee deliberations.

3. Without limiting anything else above, it is expected that candidates for nomination to the Board will have as many of the following personal attributes as possible:

(a) high ethics and integrity;
(b) business acumen;
(c) a team player;
(d) leadership;
(e) high performance standards;
(f) independence;
(g) availability and commitment;
(h) courteous, collegial, and personable;
(i) willingness to contribute perspective to business issues;
(j) prepared and willing to share impactful observations with the Board; and

(k) recognized business or community achievements.

4. In assessing candidates for nomination to the Board the following additional key skills and experience will be considered:

   (a) legal and regulatory;
   (b) finance and accounting;
   (c) human resources and compensation;
   (d) mergers and acquisitions and growth strategy;
   (e) governance and other directorships;
   (f) chief executive officer and other senior executive experience;
   (g) sales and marketing;
   (h) food industry;
   (i) manufacturing;
   (j) retail and consumer trends;
   (k) international operations;
   (l) information technology, cyber risk management and digital media;
   (m) sustainability; and
   (n) risk management.

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