

## **Board Diversity Policy**

Atrium Mortgage Investment Corporation (“Atrium”) believes in diversity and values the benefits that diversity can bring to its board of directors (“Board”). A Board made up of highly qualified directors from diverse backgrounds benefits from the contribution of different perspectives and ideas to Board discussions and decisions and can result in better corporate governance.

Atrium seeks to maintain a Board comprised of talented and dedicated directors with a diverse mix of expertise, experience, skills and backgrounds. For the purposes of Board composition, diversity includes, but is not limited to, business experience, skills, geography, age, gender and ethnicity. In particular, the Board should seek to nominate an appropriate number of women directors for election by shareholders.

Atrium is committed to a merit based system for Board composition and considers the skills and experience the Board as a whole requires to be effective, while also fostering a diverse and inclusive culture which solicits multiple perspectives and views and is free of conscious or unconscious bias and discrimination. When assessing Board composition or identifying suitable candidates for appointment or re-election to the Board, Atrium will consider candidates on merit while also considering the benefits of diversity and the needs of the Board.

Atrium believes promotion of diversity is best served through careful consideration of all knowledge, experience, skills and backgrounds of each individual director candidate in light of the needs of the Board without focussing on a single diversity characteristic and, accordingly, has not adopted specific targets regarding gender diversity for members of the Board.

Atrium’s Compensation, Governance and Nominating Committee (the “Committee”) periodically reviews and assesses the Board’s composition on behalf of the Board and recommends the nomination or appointment of new directors. As part of this process, the Committee considers the diverse mix of knowledge, experience, skills and backgrounds of existing directors and new director candidates, including whether the existing directors and potential candidates can result in an appropriate number of women directors.

The Committee may, in addition to conducting its own search, engage qualified search firms to assist the Committee and the Board in identifying prospective candidates for appointment to the Board that meet the selection criteria identified by the Board and include diverse candidates and in particular, women candidates.

The Committee will review this policy annually and recommend to the Board any changes to this policy. In particular, the Committee will assess the policy’s effectiveness in promoting a diverse Board which includes an appropriate number of women directors.