

BRP INC.

LEAD DIRECTOR OF THE BOARD OF DIRECTORS

POSITION DESCRIPTION

On the recommendation of the board of directors (the "**Board**") of BRP Inc. (the "**Company**") and in light of its decision to appoint the Company's President and Chief Executive Officer as Chair of the Board, the Company has decided to appoint a lead director of the Board (the "**Lead Director**") and adopt the following position description.

The Lead Director shall be an independent director appointed by the Board of Directors. The Lead Director shall hold office at the pleasure of the Board until a successor shall be duly elected or appointed or the Lead Director resigns or is removed from office by the Board or such office is no longer required by virtue of the appointment as Chair of the Board of an individual who is an independent director.

The Lead Director shall work collaboratively with, and provide advice to, the Chair of the Board and Chief Executive Officer of the Company (the "**Chair and CEO**") with respect to Board governance and processes.

The duties and responsibilities of the Lead Director shall include the following:

- Ensure that the Board acts and functions independently from management in fulfilling its fiduciary obligations;
- Ensure the Board and the Chair and CEO work cohesively to monitor progress on the strategic plan, annual budgets, policy implementation and succession planning;
- In consultation with the Chair and CEO, ensure that there is an effective and transparent communication between the Board and management and that the respective responsibilities of the Board and of management, as well as the boundaries between them, are clearly understood and respected;
- Advise the Chair and CEO, as required, on the appropriate flow of information to the Board;
- Collaborate with the Chair and CEO on the frequency, dates and locations of the meetings of the Board and on the preparation of the meeting agendas, including to determine items of importance for consideration by the Board and ensure all such items are properly discussed, considered and resolved;
- Support and enhance the ability of the independent members of the Board to act and express themselves independently;
- Ensure that directors have the opportunity, at each meeting, to meet separately without management personnel (including the Chair and CEO) being present;

- Have the authority to hold meetings of the independent directors when deemed necessary (including, as applicable, as a result of any conflicts of interest among the Company, its stakeholders and the Board) or when requested by other independent directors, and when held, chair any such meetings and communicate with the Chair and CEO, as appropriate, on the discussions held during such meetings between independent directors;
- Subject to the By-laws of the Company, chair meetings of the Board when the Chair and CEO is not in attendance and approve the proposed agendas for such meetings;
- Subject to the By-laws of the Company, contribute to the meetings of shareholders in such capacity as is appropriately delegated to the Lead Director, and respond to such questions from shareholders as are put to the Lead Director at any such meeting;
- In collaboration with the Chair and CEO, and with the Chair of the Nomination, Governance and Social Responsibility committee, act as a representative of the Board with the Company's shareholders in the context of specific engagements; and
- Carry out other duties as requested by the Board, depending on need and circumstances.