

BRP INC.

CHIEF EXECUTIVE OFFICER

POSITION DESCRIPTION

1. Introduction

The Board of Directors (the "**Board**") of BRP Inc. (the "**Company**") has determined that, on the recommendation of the Nominating, Governance and Social Responsibility Committee, the Company should adopt a formal position description for the chief executive officer of the Company, or any person acting in such capacity (the "**Chief Executive Officer**"), in accordance with the provisions of National Policy 58-201 - *Corporate Governance Guidelines*.

2. Appointment

The Board will appoint the Chief Executive Officer of the Company on such terms and conditions as the Board deems advisable. The appointment of the Chief Executive Officer will be evidenced by an employment agreement to be entered into between the Company and the Chief Executive Officer and approved by the Board.

3. Duties and Responsibilities

The Chief Executive Officer will be responsible for the day-to-day management of the business and affairs of the Company in accordance with the strategic plan and operating and capital budgets as approved by the Board. The duties and responsibilities of the Chief Executive Officer, as they relate to the day-to-day management of the business and affairs, are as follows:

3.1 Leadership and Governance

- (a) provide overall leadership to manage the Company in the best interests of the Company as a whole;
- (b) provide leadership, in conjunction with the Board, in establishing the Company's strategic direction, annual business plans and budgets;
- (c) regularly work with the directors of the Board, to ensure that directors are being provided with timely and relevant information necessary to discharge their statutory duties and responsibilities;
- (d) ensure that matters requiring decisions by the Board are brought to the Board's attention in a timely fashion;
- (e) devote substantially all of the Chief Executive Officer's working time to the business and affairs of the Company;
- (f) directing and monitoring the activities of the Company in a manner that ensures that agreed upon targets are met and that the assets of

the Company are safeguarded and optimized in the best interests of the shareholders;

- (g) Create a culture within the Company that supports the achievement of strategic and operational objectives by ensuring rigor in the recruitment, selection, individual development and the monitoring of executive team members and other senior management personnel, thus ensuring the Company maintains a strong succession plan;
- (h) Develop an awareness of global trends in the Company's core lines of operations so as to manage rapid technological developments; Integrity, Policies & Corporate Social Responsibility
- (i) foster a corporate culture that promotes ethical practices and encourages individual integrity and that maintains a positive work climate that is conducive to attracting, retaining and motivating top- quality employees at all levels;
- (j) set the ethical tone for the Company and its management, including:
 - i. overseeing the administration and implementation of, and compliance with, the Company's key policies and procedures, including policies regarding corporate governance, social responsibility, risk management and financial reporting, as well as compliance with applicable legal, regulatory, corporate reporting and disclosure requirements;
 - ii. taking all reasonable steps to satisfy the Board as to the integrity of the Chief Executive Officer and other members of management;
 - iii. taking all reasonable steps to satisfy the Board that the Chief Executive Officer and other members of management create a culture of integrity throughout the Company; and
 - iv. fostering ethical and responsible decision making by management;
- (k) provide overall leadership to management in support of the Company's commitment to corporate social responsibility;
- (l) promote and protect the Company's reputation in its markets and with all customers, communities, and government and regulatory bodies.

3.2 Strategic Planning

- (a) on an annual basis, ensure the development of a long-term strategic plan for the Company to maximize value for all stakeholders and growth of the Company in a sustainable and responsible manner and recommend the plan to the Board for consideration;

- (b) ensure the implementation of the strategic plan approved by the Board and report to the Board in a timely fashion on progress;
- (c) ensure the implementation of any acquisitions, divestitures or financings approved by the Board and report to the Board in a timely fashion on progress;
- (d) assuming ultimate accountability for the execution of the Company's strategy and policies and, where appropriate, their communication to the Company's key internal and external stakeholders;
- (e) develop an annual operating plan and financial budget that support the Company's long-term strategy;

3.3 Business and Organizational Management

- (a) seeing to the continuous improvement in the quality and value of the products and services provided by the Company and promote an environment of customer focus and outstanding customer service so as to respond to the demands of increasingly service-oriented markets;
- (b) overseeing the Company's capital and financial management;
- (c) ensure the implementation of the annual business plan and budget within the delegations and general approval guidelines for management established by the Board;
- (d) approve all commitments within the limits of the delegations and general approval guidelines;
- (e) identify, develop and maintain all shareholder, business, political and other stakeholder contacts and relationships necessary to facilitate the implementation of the strategic plan;
- (f) ensure the efficient acquisition and allocation of the financial, human and other resources required by the Company to implement and achieve its strategic plan and ensure the implementation of effective control, monitoring and performance standards and systems relative to the utilization of all corporate resources;
- (g) collaborating with the lead director in the setting of Board agendas; and taking all reasonable steps to ensure that the lead director and the Board are kept appropriately informed of the Company's overall business operations and of major issues facing the Company;
- (k) maintaining an effective communication link with the lead director and the Board as a whole and meeting regularly and as required with other Board members to ensure that they are provided in a timely manner with all information and access to management necessary to allow the Board to fulfill its statutory and other obligations;

3.4 Risk Management and Disclosure

- (a) on an annual basis, and more frequently as required, identify, and review with the Board, the principal business risks

associated with the Company's business and design and implement appropriate systems and procedures to effectively monitor, manage and mitigate such risks;

- (b) develop and implement an effective communications policy and program designed to facilitate the implementation of the Company's strategic plan;
- (c) serve as a spokesperson for the Company and establish the Company's communications framework and strategy;
- (d) ensure the accuracy, completeness, integrity and appropriate disclosure of the Company's financial statements and other financial information through appropriate policies and procedures;
- (e) establish and maintain the Company's disclosure controls and procedures through appropriate policies and procedures;
- (f) ensure that the Company complies with all regulatory requirements for financial information, reporting, disclosure requirements and internal controls over financial reporting;
- (g) provide required regulatory certifications regarding the business and affairs of the Company;
- (h) ensure the appropriate and timely disclosure of material information, in consultation with the Disclosure Committee established pursuant to any corporate policies or practices;

3.5 Other Duties

(a) carry out such other duties and responsibilities as the Board may request from time to time, noting however that subject to the By-laws of the Company, the approval of the Board (or appropriate Committee) shall be required for all significant decisions outside of the ordinary course of the Company's business, including major financings, acquisitions and dispositions or material departures from the Company's strategic plan or budgets.

4. Performance Assessment

The Human Resources & Compensation Committee reviews and annually recommends to the Board the objectives which the Chief Executive Officer is responsible for meeting, assesses the Chief Executive Officer against these objectives and recommends to the Board the Chief Executive Officer's compensation.

Effective Date: September 6, 2023
Approved by: Nominating, Governance and Social Responsibility
Committee and Board of Directors on September 6,
2023