



Effective Date: December 9, 2009

Last Amended: October 26, 2022

Policy Accountability: Board of Directors

This policy applies only to uncontested elections, meaning elections where the number of nominees for directors of the board of directors (the "Board") of AltaGas Ltd. ("AltaGas") is equal to the number of directors to be elected.

Pursuant to this policy, the forms of proxy for the election of directors will permit the shareholders of AltaGas to separately vote on the election of each director nominee. The Chair of the Board will ensure that the number of shares voted in favour of, and against, each director nominee is recorded and promptly made public after the applicable meeting. If the vote was by a show of hands, AltaGas will disclose the number of shares voted by proxy in favour of, or against, each director.

Any nominee for director of AltaGas who does not receive a majority (50%+1) of the votes cast for their election ("Majority Support") will be considered not to have received the support of shareholders, and unless an incumbent director, will not be duly elected as a matter of corporate law. Where the director nominee who does not receive Majority Support is an incumbent director, that director may continue in office until the earlier of (a) the 90th day after the day of the election; and (b) the day on which their successor is appointed or elected. Such director may not be reappointed as a director before the next meeting of shareholders at which an election of directors is required unless necessary to satisfy Canadian residency requirements or meet the minimum number or independence requirements for directors specified under the Canada Business Corporations Act (the "Act").

If a meeting of shareholders fails to elect the number or the minimum number of directors required by the articles due to an insufficient number of directors receiving Majority Support, the directors elected at that meeting may exercise all the powers of the directors if the number of directors so elected constitutes a quorum. Incumbent directors who remain on the Board pursuant to the exception set out above will be counted for the purpose of determining whether the Board has quorum.

To the extent the provisions of the Act are more stringent than this Policy, the Act shall apply.