

Burcon NutraScience Corporation

Chair of the Board of Directors Position Description

In addition to the duties and responsibilities set out in the Board of Directors' Mandate, the Chair of the Board of Directors of Burcon NutraScience Corporation (the "Corporation") has the duties and responsibilities described below.

The Chair of the Board of Directors shall:

1. Board Leadership

- (a) Serve on and chair the Board of Directors.
- (b) Provide the leadership necessary to ensure effective functioning of the Board of Directors.
- (c) Chair meetings of the Board of Directors.
- (d) Work with management to set meeting schedules.
- (e) Work with management to set meeting agendas.
- (f) Communicate with Directors between meetings including convening ad-hoc meetings as required.
- (g) Monitor meeting attendance.
- (h) Assist in Committee appointments for approval by the Board of Directors.
- (j) Attend Committee meetings where appropriate, in a non-voting capacity.
- (k) Consult with the Corporate Governance and Nominating Committee on Directors' compensation.

2. Board Development

- (a) Lead in the performance assessment of the Board of Directors and continuous improvement of Board of Directors.
- (b) Assist the Corporate Governance and Nominating Committee in planning the composition of and nomination/succession to the Board of Directors and its Committees.

3. Working with Management

- (a) Assist in effective communication among the Board of Directors and management, including follow-up of major items required by management.

- (b) Lead the Board of Directors in monitoring and influencing the development of strategic business plans.
- (c) Build effective relationships with members of management.
- (d) Help define problems, challenges and opportunities.
- (e) Assist the Compensation Committee in monitoring and evaluating performance of the Chief Executive Officer (“CEO”) and senior officers of the Corporation.
- (f) Counsel with the CEO, as appropriate, including potential senior staff plans and changes.
- (g) Assist in representing shareholders and the Board of Directors to management.
- (h) Assist in representing management to the Board of Directors and shareholders.
- (i) Lead the Board of Directors in maintaining accountability by management.
- (j) Lead the Board of Directors in ensuring succession plans are in place at senior management levels.

4. Management Shareholder Relations

- (a) Meet or communicate with shareholders, potential shareholders and other stakeholders as requested by the CEO.

On an annual basis, this position description shall be reviewed and assessed, and any proposed changes shall be submitted to the Board of Directors for consideration.

This position description was last revised and approved by the Board of Directors on February 23, 2021.