ARITZIA

ARITZIA INC.

ANNUAL INFORMATION FORM

Fiscal year ended February 27, 2022

May 5, 2022

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ARITZIA INC.

ANNUAL INFORMATION FORM

INTRODUCTORY INFORMATION / CERTAIN REFERENCES

Unless otherwise noted or the context otherwise indicates, the “Company”, “Aritzia”, “us”, “we” or “our” refer to Aritzia Inc. and its direct and indirect subsidiaries and predecessors or other entities controlled by it or them. Certain terms used in this Annual Information Form are defined under "Glossary”.

Unless otherwise specified or the context otherwise requires, all information provided in this Annual Information Form (the "**Annual Information Form**") is given as at February 27, 2022. All references to “$” or “dollars” are to Canadian dollars and references to “U.S.$” or “U.S. dollars” are to United States dollars. Amounts are stated in Canadian dollars unless otherwise indicated. Certain totals, subtotals and percentages throughout this Annual Information Form may not reconcile due to rounding.

This Annual Information Form contains certain trademarks, such as *Aritzia, Wilfred, Babaton, TNA,* and *The Super Puff*, which are protected under applicable intellectual property laws and are our property. Solely for convenience, our trademarks and trade names referred to in this Annual Information Form may appear without the ® or ™ symbol, but such references are not intended to indicate, in any way, that we will not assert, to the fullest extent under applicable law, our rights to these trademarks and trade names.

GLOSSARY

Certain terms used in this Annual Information Form have the following meanings:

“**Affiliate**” means, with respect to any specified Person, any other Person which directly or indirectly through one or more intermediaries controls, is controlled by, or is under common control with such specified Person.

“**Fiscal 2019**” refers to the 53-week period ended March 3, 2019.

“Fiscal 2020” refers to the 52-week period ended March 1, 2020.

“Fiscal 2021” refers to the 52-week period ending February 28, 2021

“**Fiscal 2022**” refers to the 52-week period ending February 27, 2022

“**Fiscal 2023**” refers to the 52-week period ending February 26, 2023

“**Fiscal 2024**” refers to the 52-week period ending March 3, 2024

“**Hill Shareholders**” means certain entities controlled, directly or indirectly, by Brian Hill, our Founder and Chief Executive Officer.

“Multiple Voting Shares” means multiple voting shares of Aritzia.

“**Person**” means any individual, partnership, corporation, company, association, trust, joint venture or limited liability company.

A Person is “**controlled**” by another Person or other Persons if: (i) in the case of a company or other body corporate wherever or however incorporated: (A) securities entitled to vote in the election of directors

carrying in the aggregate at least a majority of the votes for the election of directors and representing in the aggregate at least a majority of the participating (equity) securities are held, other than by way of security only, directly or indirectly, by or solely for the benefit of the other Person or Persons; and (B) the votes carried in the aggregate by such securities are entitled, if exercised, to elect a majority of the board of directors of such company or other body corporate; or (ii) in the case of a Person that is not a company or other body corporate, at least a majority of the participating (equity) and voting interests of such Person are held, directly or indirectly, by or solely for the benefit of the other Person or Persons; and "**controls**", "**controlling**" and "**under common control with**" shall be interpreted accordingly.

"SEDAR" means the System for Electronic Document Analysis and Retrieval at www.sedar.com.

"Shares" means the Subordinate Voting Shares and the Multiple Voting Shares.

"**Shareholders**" means holders of Subordinate Voting Shares and Multiple Voting Shares.

"Subordinate Voting Shares" means subordinate voting shares of Aritzia.

"Tax Act" means the *Income Tax Act* (Canada).

NON-IFRS MEASURES INCLUDING RETAIL INDUSTRY METRICS

In addition to using financial measures prescribed under International Financial Reporting Standards ("**IFRS**"), this Annual Information Form makes reference to certain non-IFRS measures including certain retail industry metrics. These measures are not recognized measures under IFRS, do not have a standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Rather, these measures are provided as additional information to complement those IFRS measures by providing further understanding of our results of operations from management's perspective. Accordingly, these measures should not be considered in isolation or as a substitute for analysis of our financial information reported under IFRS. We use non-IFRS measures including "EBITDA", "Adjusted EBITDA", "Adjusted Net Income", "Adjusted Net Income per Diluted Share" and "free cash flow". This Annual Information Form also makes reference to "gross profit margin" as well as "Comparable Sales Growth" which is a commonly used operating metric in the retail industry but may be calculated differently compared to other retailers. Gross profit margin and comparable sales growth are considered supplementary measures under applicable securities laws. Comparable Sales Growth calculation excludes the impact of foreign currency fluctuations.

These non-IFRS measures, including retail industry metrics, are used to provide investors with supplemental measures of our operating performance and thus highlight trends in our core business that may not otherwise be apparent when relying solely on IFRS measures. We believe that securities analysts, investors and other interested parties frequently use non-IFRS measures, including retail industry metrics, in the evaluation of issuers. Our management also uses non-IFRS measures, including retail industry metrics, in order to facilitate operating performance comparisons from period to period, to prepare annual operating budgets and forecasts and to determine components of management compensation. For definitions and reconciliations of these non-IFRS measures to the relevant reported measures, please see the "Non-IFRS Measures Including Retail Industry Metrics", "How We Assess the Performance of Our Business" and "Selected Consolidated Financial Information" sections of the Company's Management's Discussion and Analysis ("**MD&A**") dated May 5, 2022 for the fiscal year ended February 27, 2022. A copy of the MD&A can be accessed under the Company's profile on SEDAR at www.sedar.com.

Comparable sales growth is a retail industry metric used to explain our total combined revenue growth in eCommerce and established boutiques. Comparable sales from established boutiques is calculated based on revenue from boutiques that have been opened for at least 56 weeks, and excludes boutiques that were expanded or repositioned, boutiques in centres where we opened a new additional boutique and boutiques significantly impacted by nearby construction and other similar disruptions during this period. Our comparable sales growth calculation excludes the impact of foreign currency fluctuations. We apply the

prior year's average quarterly exchange rate to both current year and prior year comparable sales to achieve a consistent basis for comparison (i.e. on a constant currency basis).

Due to temporary boutique closures from COVID-19, which resulted in boutiques being removed from our comparable store base, we believe total comparable sales growth is not currently representative of our business and therefore we have not reported figures on this metric in this Annual Information Form. Instead, we may make a temporary reference in this Annual Information Form to retail comparable sales growth from established boutiques which is calculated as comparable sales growth with the exclusion of eCommerce revenue growth.

Gross profit margin is gross profit divided by net revenue.

EBITDA is defined as consolidated net income before depreciation and amortization, finance expense and income tax expense.

Adjusted EBITDA is a useful measure of operating performance, as we believe it provides a more relevant picture of operating results in that it excludes the effects of financing and investing activities by removing the effects of interest, depreciation and amortization expenses that are not reflective of underlying business performance and other one-time or non-recurring expenses. We use Adjusted EBITDA to facilitate a comparison of our operating performance on a consistent basis from period-to-period and to provide for a more complete understanding of factors and trends affecting our business. We define Adjusted EBITDA as consolidated net income before depreciation and amortization, finance expense and income tax expense, adjusted for the impact of certain items, including non-cash items such as stock-based compensation expense, unrealized gains or losses on equity derivative and forward contracts, a deduction of interest expense and depreciation relating to our leases to reflect an estimate of rent expense, fair value adjustment for inventories acquired in CYC and other non-cash items and/or items we consider non-recurring and not representative of our ongoing operating performance. Because Adjusted EBITDA excludes certain non-cash items, we believe that it is less susceptible to variances in actual performance resulting from depreciation and amortization and other non-cash charges.

Adjusted Net Income (per Diluted Share) is a useful measure of performance, as we believe it provides a more relevant picture of results by excluding the effects of expenses that are not reflective of underlying business performance and other one-time or non-recurring expenses. We use Adjusted Net Income to facilitate a comparison of our performance on a consistent basis from period-to-period and to provide for a more complete understanding of factors and trends affecting our business. We define Adjusted Net Income as consolidated net income, adjusted for the impact of certain items, including non-cash items such as stock-based compensation expense, unrealized gains or losses on equity derivative and forward contracts, fair value adjustment for inventories acquired in CYC and other non-cash items and/or other items we consider non-recurring and not representative of our ongoing operating performance, net of related tax effects. We define Adjusted Net Income per Diluted Share by dividing Adjusted Net Income by the weighted average number of diluted shares outstanding.

Free cash flow is an important metric because it is an indicator of how much cash is available for business acquisitions, debt repayment, share repurchases and other investing and financing activities. Our sustained ability to generate free cash flow is an indicator of the financial strength of our business, as we require regular capital expenditures to build and maintain boutiques and invest in infrastructure. We define free cash flow as net cash generated from operating activities excluding interest paid on credit facilities, plus proceeds from lease incentives, less repayments of principal on lease liabilities and cash used for the purchase of property, equipment and intangible assets.

FORWARD-LOOKING INFORMATION

This Annual Information Form contains "forward-looking information" within the meaning of applicable securities laws in Canada. Forward-looking information may relate to our future financial outlook and

anticipated events or results and may include information regarding our financial position, business strategy, growth strategies, budgets, operations, financial results, taxes, dividend policy, plans and objectives. Particularly, information regarding our expectations of future results, performance, achievements, prospects or opportunities or the markets in which we operate is forward-looking information. In some cases, forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “targets”, “expects” or “does not expect”, “is expected”, “an opportunity exists”, “budget”, “scheduled”, “estimates”, “outlook”, “forecasts”, “projection”, “prospects”, “strategy”, “intends”, “anticipates”, “does not anticipate”, “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might”, “will”, “will be taken”, “occur” or “be achieved”. In addition, any statements that refer to expectations, intentions, projections or other characterizations of future events or circumstances contain forward-looking information. Statements containing forward-looking information are not historical facts but instead represent management’s expectations, estimates and projections regarding future events or circumstances.

Discussions containing forward-looking information may be found, among other places, under “Development of the Business”, “The Business of Aritzia”, “Our Industry”, “Dividend Policy”, “Directors and Officers”, and “Risk Factors”.

This forward-looking information includes, among other things, statements relating to:

- the short and medium-term impact of the COVID-19 pandemic (“COVID-19”) and its impacts on the global economy in general and on our business in particular, including on our ability to maintain the safety of our people, clients and communities;
- leadership transition and its impact on our business, people and growth
- expectations regarding our ability to mitigate business disruptions, including our sourcing and production activities and efforts to diversify our global supply chain;
- expectations regarding industry trends, client preferences and shopping habits, overall market growth rates and our growth rates and growth strategies;
- expectations regarding our capital expenditures, operations and use of future cash flow, our financial position, financial results, business plans and strategies;
- expectations regarding the development of our digital infrastructure, eCommerce growth and the success of our strategies to support net revenue growth, omni-channel capabilities and use of influencers and any resulting increases in efficiency and growth;
- expectations regarding our sourcing initiatives;
- expectations regarding new boutique openings, growth of our boutique network and the expansion and repositioning of existing boutiques;
- expectations regarding the completion and successful operation of our new distribution centre in Vaughan, Ontario;
- expectations regarding increased efficiencies, elevated client experience and top-line growth from our product lifecycle management system, our new omnichannel project that builds on our point-of-sale system and aritzia.com to enable omni-channel capabilities such as store inventory visibility, buy online, ship from store and buy online, pick-up in store (the “Omni Project”), new or expanded distribution centres and point-of-sale system updates;
- our ability to recruit and retain exceptional talent;
- our belief that our business model will enable us to deliver consistent revenue and profitability growth and in turn, increase shareholder value over the long-term;
- expectations regarding brand expansions;
- expectations regarding North American and international net revenue;
- expectations regarding future director and executive compensation levels and plans;

- our competitive position in our industry;
- our ability to realize the potential benefits and synergies sought with the acquisition of CYC;
- the market price for the Subordinate Voting Shares;
- beliefs and intentions regarding the ownership of material trademarks and domain names used in connection with the design, production, marketing, distribution and sale of our products; and
- intentions with respect to the implementation of new accounting standards.

This forward-looking information and other forward-looking information is based on our opinions, estimates and assumptions in light of our experience and perception of historical trends, current conditions and expected future developments, as well as other factors that we currently believe are appropriate and reasonable in the circumstances. Despite a careful process to prepare and review the forward-looking information, there can be no assurance that the underlying opinions, estimates and assumptions will prove to be correct. Certain assumptions in respect of our ability to drive ongoing development and innovation of our exclusive brands and product categories; potential expansion and enhancement of our boutique network; the growth and optimization of our eCommerce business and maintaining delivery times to meet or exceed clients' expectations; our ability to realize synergies between our boutique network and our eCommerce business; our ability to drive Comparable Sales Growth; our ability to maintain, enhance, and grow our appeal within our addressable market; our ability to continue directly sourcing from third-party mills, trim suppliers and manufacturers for our exclusive brands; our ability to build our international presence; our ability to successfully integrate new client-driven initiatives such as our Omni Project; our ability to attract and retain key personnel; our ability to maintain and potentially expand distribution capabilities; our ability to invest in infrastructure to support growth; our ability to obtain and maintain existing financing on acceptable terms; currency exchange and interest rates; the impact of competition; the changes and trends in our clients, industry or the global economy, particularly in light of COVID-19; and the changes in laws, rules, regulations, and global standards are material factors made in preparing forward-looking information and management's expectations.

Forward-looking information is necessarily based on a number of opinions, estimates and assumptions that we considered appropriate and reasonable as of the date such statements are made, are subject to known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information, including but not limited to the following risk factors described in greater detail under the heading entitled "Risk Factors":

Emerging Risks

- adverse impact of the COVID-19 coronavirus pandemic;
- potential claims made against us, which may result in litigation;
- anthropogenic hazards, including geo-political events, war, acts of terrorism, civil disorder, engineering hazards, power outages, or fires which could affect our supply chain, business continuity, and financial results;
- natural disasters, including earthquakes, extreme and/or unusual weather, wildfires, global health crises, disease outbreaks (including COVID-19), and other unexpected events which could affect our supply chain, business continuity, and financial results;
- adverse effect of protestors and activists;

Strategic Risks

- changes in the general economic conditions and consumer spending in Canada, the United States and other parts of the world, including lower levels of consumer spending and economic volatility;
- our highly competitive industry and the size and resources of some of our competitors;

- our effectiveness in optimizing product offerings and anticipating and responding to constantly changing consumer demands, tastes and fashion trends;
- our limited operating experience and limited brand recognition outside North America;
- failure to adequately connect with our client base, including through leveraging our influencer relationships;
- risks associated with supply chain transparency;
- risks associated with the acquisition of CYC;

Reputational Risks

- material disruption in or security breach affecting our information technology systems and eCommerce business;
- brand and reputational risk as a result of actions taken by our suppliers and manufacturers, including their social and environmental performance;
- risks associated with our environmental, social, governance or sustainability responsibilities;
- our effectiveness in protecting our brands, trademarks or other intellectual property rights and the potential infringement of trademarks or other intellectual property rights of third parties;
- reputational risk as a result of third-party supplier social and environmental performance;
- dependence on a strong brand image;
- brand and reputational risk resulting from influencers;

Operating Risks

- loss of members of our management team or other key personnel or an inability to attract new management team members or key personnel;
- risks associated with obtaining merchandise on a timely basis at competitive costs;
- our effectiveness in managing our operations at our current size and successful execution of our growth strategies;
- our effectiveness in successfully managing and growing our eCommerce business;
- dependence on three distribution facilities;
- reliance on third-party transportation providers;
- failure to maintain effective internal control and enterprise risk management over business operations;
- implementation and replacement of core information technology systems;
- risks associated with leasing boutique and distribution centre space;
- disruptions to the operations at our support office location;
- ability to attract, motivate and retain quality style advisors for our boutiques;
- risks associated with evolving privacy laws and regulations, which may adversely affect our business;
- union attempts to organize our employees;
- failure to optimize operating expenses in a timely manner;
- failure to comply with laws and regulations, which may expose us to liability, increased costs or other adverse effects that could harm our business;
- inventory shrinkage;
- insurance-related risks;

- payment-related risks;
- the operational and business impacts of climate change;
- insolvency risks associated with parties we do business with;

Financial Risks

- our need for significant capital to fund our expanding business;
- ability to grow net revenue or meet other financial targets;
- increases in the cost of the raw materials or other inputs used in the production, manufacturing and transportation of our merchandise or import taxes and duties;
- fluctuations in the value of the Canadian dollar in relation to the U.S. dollar and other currencies and fluctuations in products cost and inflation;
- seasonality of net revenue and inventory purchases;
- increases in the cost of employee benefits;
- financing restrictions on current and future operations;
- additional taxes, which could affect our operating results;
- failure to maintain an effective internal control over financial reporting;
- changes in accounting standards and subjective assumptions, estimates and judgments by management related to complex accounting matters;

Risks related to ownership of our shares:

- the dual-class structure resulting in the concentration of voting control with certain Shareholders;
- any issuance of preferred shares may hinder another person's ability to acquire us or adversely affect the holders of our Shares;
- future sales of our securities by existing Shareholders or by us causing the market price for Subordinate Voting Shares to fall;
- volatility in the market price for Subordinate Voting Shares;
- risks associated with inaccurate or unfavourable analyst research about us or our business;
- risks associated with activist shareholders; and
- no cash dividends for the foreseeable future.

If any of these risks or uncertainties materialize, or if the opinions, estimates or assumptions underlying the forward-looking information prove incorrect, actual results or future events might vary materially from those anticipated in the forward-looking information. The opinions, estimates or assumptions referred to above and described in greater detail in "Risk Factors" should be considered carefully by readers.

Although we have attempted to identify important risk factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other risk factors not presently known to us or that we presently believe are not material that could also cause actual results or future events to differ materially from those expressed in such forward-looking information. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information, which speaks only as of the date made. The forward-looking information contained in this Annual Information Form represents our expectations as of the date of this Annual Information Form (or as the date they are otherwise stated to be made) and are subject to change after such date. However, we disclaim any intention or obligation or undertaking to update or revise any forward-looking information whether as a result of new information, future events or otherwise, except as required under applicable securities laws in Canada.

All of the forward-looking information contained in this Annual Information Form is expressly qualified by the foregoing cautionary statements.

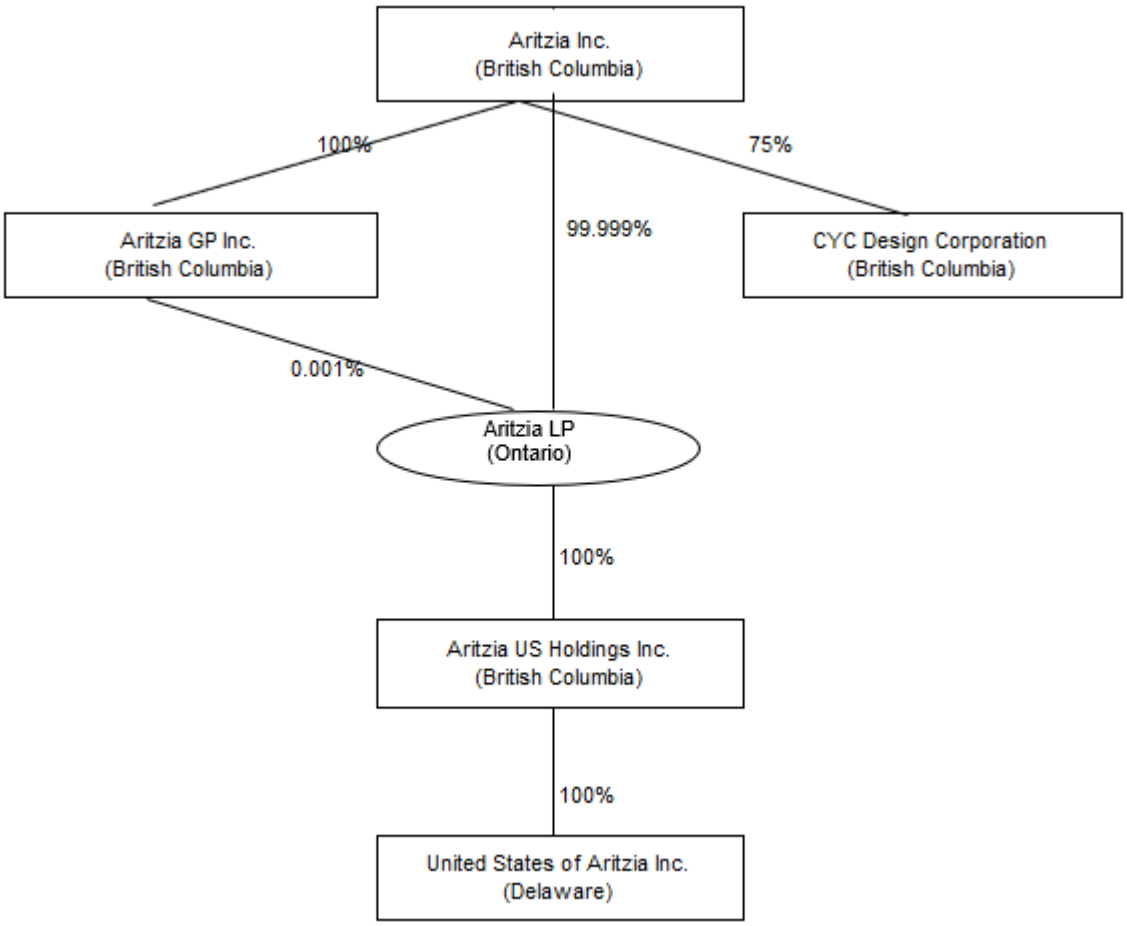
CORPORATE STRUCTURE

Incorporation and Head Office

Aritzia was formed on December 1, 2008 by an amalgamation under the *Business Corporations Act* (British Columbia) (the "**BCBCA**") of 0840243 B.C. Ltd., Aritzia Capital Corporation and ARZ Investment GP Inc. On August 10, 2016, we changed our name to Aritzia Inc. Our head office is located at Suite 118 – 611 Alexander Street, Vancouver, British Columbia, Canada, V6A 1E1 and our registered and records office is located at Suite 1700 – 666 Burrard Street, Vancouver, British Columbia, Canada, V6C 2X8. Aritzia's corporate website address is www.aritzia.com. The information contained on or accessible through aritzia.com is not considered part of or incorporated by reference into this Annual Information Form.

Intercorporate Relationships

The following chart identifies the principal legal entities through which we conduct our business, their applicable governing corporate jurisdictions and the percentage of their voting securities which are beneficially owned, or controlled or directed, directly or indirectly by Aritzia:



DEVELOPMENT OF THE BUSINESS

Our History

Aritzia was established in 1984 by the Hill family and has been led since inception by our Founder and Chief Executive Officer Brian Hill, a third-generation retailer. Since the opening of our first boutique in the Oakridge Centre in Vancouver, we have created a disciplined operating culture which underpins our boutique formula for premium products, an elevated boutique experience, and exceptional client service. We have an operating philosophy and culture that instill a long-term approach to the planning and management of our business. This approach permeates every aspect of our business; guiding our decisions and strategies while seeking to minimize operating risk. Every decision we make is evaluated through the lens of enhancing long-term shareholder value.

In October 2016, we successfully completed our initial public offering of Subordinate Voting Shares (the "**IPO**") through a secondary sale by certain of the Hill Shareholders and an investment vehicle managed by Berkshire Partners LLC ("**Berkshire**") and its Affiliates for a total of $460 million in aggregate gross proceeds to the selling shareholders. The Subordinate Voting Shares were listed for trading on the Toronto Stock Exchange ("**TSX**") under the symbol "ATZ". We completed secondary offerings on a bought deal basis of our Subordinate Voting Shares through sales by certain shareholders in January 2017, August 2018 and March 2019, for a total of $382.0 million, $100.1 million and $329.6 million, respectively, in aggregate gross proceeds to the selling shareholders.

Concurrently with the March 2019 secondary offering, we completed a share repurchase of Subordinate Voting Shares and Multiple Voting Shares for cancellation (the "**Share Repurchase**") from certain shareholders for an aggregate purchase price of $107.0 million paid to the selling shareholders. As a result of the Share Repurchase and the March 2019 secondary offering, Berkshire and its Affiliates have no remaining equity interest in Aritzia.

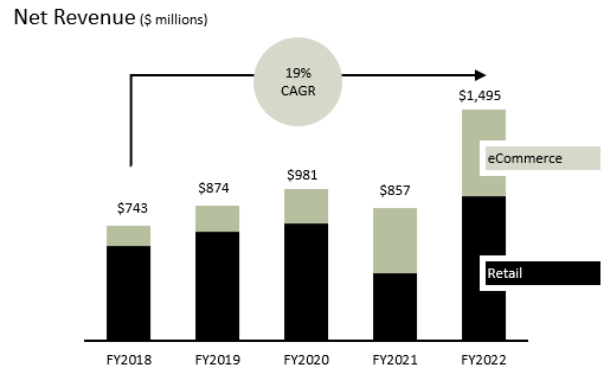
On June 1, 2021 we completed a secondary offering on a bought deal basis of our Subordinate Voting Shares through a secondary sale of shares by certain entities owned and or controlled directly or indirectly by Brian Hill or Brian Hill and his immediate family, for 3,040,700 Subordinate Voting Shares and raising gross proceeds of $91.2 million for the selling shareholders, at a price of $30.00 per subordinate voting share.

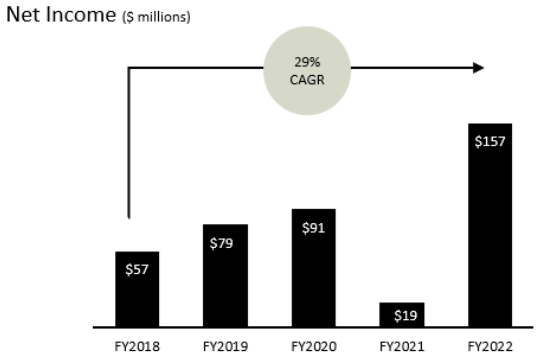
On June 25, 2021, we successfully completed our acquisition of CYC Design Corporation ("**CYC**"), a leading designer and manufacturer of premium athletic wear, Reigning Champ. We acquired 75% of CYC based on a total enterprise value of approximately $63.0 million, with the remaining 25% equity interest held by CYC's management shareholders to be converted into our Subordinate Voting Shares in up to three instalments from 2024 to 2026. The acquisition meaningfully accelerates our product expansion into men's apparel while bringing incremental growth to our already surging women's eCommerce and U.S. businesses. Capitalizing on our world-class operational expertise and infrastructure, we anticipate that men's, merchandised independently, will become a meaningful part of our platform through the CYC acquisition.

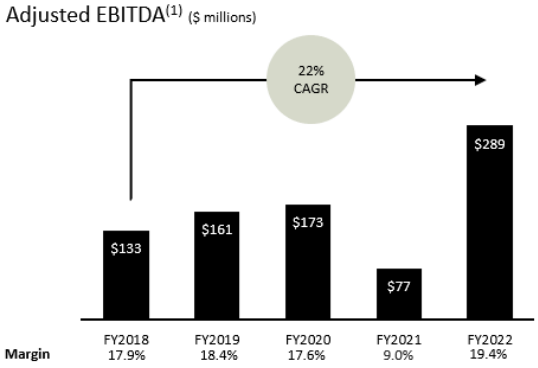
On January 12, 2022, we announced the commencement of a normal course issuer bid ("**NCIB**") through the facilities of the TSX to repurchase and cancel up to 3,732,725 of our Subordinate Voting Shares, representing approximately 5% of the public float of 74,654,507, during the twelve month period commencing January 17, 2022 and ending January 16, 2023. All repurchases are made through the facilities of the TSX and are done at market prices. During Fiscal 2022, we repurchased 164,200 Subordinate Voting Shares for cancellation at an average price of $54.79 per Subordinate Voting Share, for total cash consideration of $8,998,000.

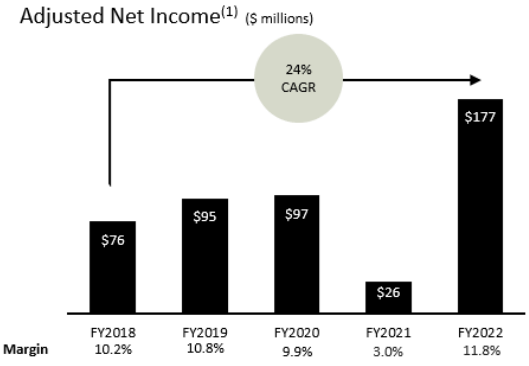
Proven Results

Our unique business model and long-term management approach have contributed to strong financial performance through the company's 38-year history. Select financial highlights include the following:









(1) Adjusted EBITDA and Adjusted Net Income are non-IFRS measures, see "Non-IFRS Measures including Retail Industry Metrics" in this AIF for an explanation of the composition of these non-IFRS measures, how these non-IFRS measures provide useful information to an investor, the purposes for which management uses these non-IFRS measures. A quantitative reconciliation of Adjusted EBITDA and Adjusted Net Income to Net Income can be found on page 8 of our annual MD&A for Fiscal 2022 dated May 5, 2022, and page 7 of our annual MD&A for Fiscal 2021 dated May 11, 2021, page 15 of our annual MD&A for Fiscal 2020 dated May 28, 2020, and page 12 of our annual MD&A for Fiscal 2019 dated May 9, 2019, and page 13 of our annual MD&A for Fiscal 2018 dated May 10, 2018, filed on SEDAR at www.sedar.com, which reconciliations are incorporated herein by reference.

COVID-19 Development

On March 11, 2020, the World Health Organization declared the outbreak of COVID-19 a worldwide pandemic. Since the outbreak, Aritzia's priorities have been the well-being of our people, clients and supporting the community while safeguarding the long-term financial strength of our business. In order to ensure the health and safety of our people, clients and communities, we implemented stringent protocols across our boutiques, distribution centre and support offices.

As of the-date of this Annual Information Form, Aritzia has not laid off or furloughed any of its employees due to COVID-19.

First quarter Fiscal 2022

At the start of the first quarter, 18 boutiques were temporarily closed. Retail revenue performance in the first quarter continued to be impacted by the closure of 34, or half of our 68 boutiques in Canada for approximately two-thirds of the quarter. This compares to the closure of all boutiques at the outset of the pandemic on March 16, 2020. At the end of the first quarter, 33 of our boutiques remained temporarily closed. Sales productivity of open boutiques in the first quarter trended, on average, at 99% of pre-COVID-19 levels in the first quarter of Fiscal 2020 despite occupancy restrictions and limited operating hours. Our

eCommerce business delivered 19% revenue growth compared to the same period last year, on top of the 125% increase in the first quarter of Fiscal 2021 when all of our boutiques were closed.

Second quarter Fiscal 2022

As at July 12, 2021, all of our boutiques had reopened. Our eCommerce business revenue continued to grow with 49% growth over the same period last year on top of the 82% growth that we saw in the second quarter of Fiscal 2021. Sales in our boutiques remained strong, exceeding pre-pandemic levels with comparable sales growing 14% from two years ago in the second quarter of Fiscal 2020.

Third quarter Fiscal 2022

For the first time since the start of the COVID-19 pandemic, all of our boutiques were open for the entire duration of the quarter. Our net revenues for the third quarter grew 63% over the same period last year, driven by sales growth across all geographies and all channels. Sales growth in the United States sustained unprecedented momentum, increasing 115% over the same period last year and representing 44% of our total revenue in the third quarter. Our eCommerce business continued to surge, increasing 47% on top of the 79% increase in the third quarter of Fiscal 2021. Our retail revenue increased by 72% over the same period last year, achieving comparable sales growth of 58% compared to last year, whilst continuing to exceed pre-pandemic levels with comparable sales growth of 26% from two years ago in the third quarter of Fiscal 2020.

Fourth quarter Fiscal 2022

Our strong performance continued, with all of our boutiques opened, despite the emergence of the COVID-19 Omicron variant and reintroduction of capacity restrictions in our Ontario and Quebec boutiques. Our net revenues for the fourth quarter grew 66% over the same period last year, driven by ongoing strength in our business across all geographies and all channels. Revenue growth in the United States increased 109% over the same period last year, representing 49% of our total revenue in the fourth quarter. Our eCommerce business grew 21% on top of a strong 81% increase in the fourth quarter of Fiscal 2021. Our retail revenue increased by 123% over the same period last year, achieving comparable sales growth of 60% compared to last year, whilst continuing to exceed pre-pandemic levels with comparable sales growth of 13% from two years ago in the fourth quarter of Fiscal 2020.

In addition, we undertook initiatives in support of our people during the pandemic, including paying $25 million in Fiscal 2021 and $7 million in Fiscal 2022 through the Aritzia Community™ Relief Fund to ensure financial continuity for our people during boutique closures and to enable seamless boutique reopening.

For further information in respect of COVID-19's impacts on our business, see "The Business of Aritzia" and "Risk Factors".

OUR INDUSTRY

Aritzia operates in the women's apparel industry, primarily within the North American market. We are strategically positioned in the global fashion landscape between fast fashion and luxury. We believe we are well positioned to serve our clients in this segment by offering a strategic mix of exclusive brands with beautifully designed, high quality products at an attainable price point, an aspirational boutique and online shopping experience and exceptional client service.



We compete with a diverse group of specialty apparel retailers, department stores, fast fashion retailers, athletic retailers and other manufacturers and retailers of branded apparel. Market participants compete on the basis of, among other things, the location of boutiques, the breadth, style, quality, price and availability of merchandise, the level of client service and brand recognition. We believe that we successfully compete on the basis of several factors that include our strategic mix of exclusive brands, offering of a combination of high quality products at an attainable price point, our refined and proven merchandise planning strategy, our focus on providing an aspirational shopping experience and exceptional client service, our premier real estate portfolio and our market positioning, collectively resulting in a fashion brand loved by women all over the world.

The women's apparel industry is seasonal in nature, with a higher proportion of net revenue and operating income generated in the second half of the fiscal year, which includes the back-to-school and holiday seasons. We also have higher working capital requirements in the periods preceding the launch of new seasons as we receive and pay for new inventory.

The apparel industry has experienced a significant increase in eCommerce activity, driven in part by the ease of online shopping and augmented by product and pricing transparency as well as the continued proliferation of social media. The trend of the shift to eCommerce continued to grow in Fiscal 2022 fueled by the increasing recognition of our brand in the US. The increased prominence of online shopping in the industry highlights the importance of a strong and growing brand and has implications on the selection of boutique locations. We believe our measured approach to growth and focus on attractive, high-traffic boutique locations positions us well in this environment and allows us to optimize our market share across both channels in this evolving retail landscape.

WE ARE ARITZIA

Aritzia is a vertically integrated design house with an innovative global platform, home to an extensive portfolio of exclusive brands for every function and individual aesthetic. We're about good design, quality materials and timeless style that endures and inspires — all with the wellbeing of our People and Planet in mind. We call this Everyday Luxury.

Founded in 1984, in Vancouver, Canada, we create and curate products that are both beautiful and beautifully made, cultivate aspirational environments, offer engaging service that delights, and connect through captivating communications. We pride ourselves on providing immersive, and highly personal shopping experiences at aritzia.com and in our 100+ boutiques throughout North America to everyone, everywhere.

Everyday Luxury. To Elevate Your World.™

THE BUSINESS OF ARITZIA

BRAND AND PRODUCTS

Our exclusive fashion brands offer a strategic mix of exclusive brands that have been thoughtfully conceived, created, and developed. We believe that a key area of differentiation for us is that we design apparel and accessories for our collection of exclusive brands. Our multi-brand strategy gives us control over our products and provides us with the flexibility to optimize our brand mix as needed to address changes in client demand and fashion preferences, which has been critical to our growth while also reducing risk.

Our exclusive brands are supported by in-house design teams focused on creating beautiful, quality products that align with the unique positioning, look and feel of each brand. Each of our exclusive brands has its own vision and distinct aesthetic point of view. As a group, they are united by an unwavering commitment to superior fabrics, meticulous construction and relevant, effortless design. Our portfolio of exclusive brands includes the following:

BABATON TEN BY BABATON The Group BABATON

wilfred wilfred free SUPER WORLD™

Tna® TnAction™ Sunday Best DENIM FORUM

Exclusive brands currently represent over 96% of Aritzia's net revenue. Our broad product assortment includes t-shirts, blouses, sweaters, jackets, coats, pants, shorts, skirts, dresses, denim, intimates, swimwear, accessories, and men's wear (resulting from our acquisition of CYC) for each season. We maintain a flexible mix of historically successful items and new seasonal styles. Our changing product mix

is a blended reflection of client demands and fashion trends. This strategic mix helps us to drive client conversion by delivering fashion must-haves, while still generating a meaningful proportion of revenue from our fashion essentials. We complement our exclusive product mix with a strategically chosen selection of premium denim, accessories and footwear from leading contemporary third-party brands. Our expansive and diverse range of women's fashion apparel and accessories addresses a broad range of style preferences and lifestyle requirements for our clients, producing strong and enduring client loyalty.

Product Strategy

We control the design, merchandise planning, sourcing, production and retail functions of our exclusive brands and complement this with third-party brands as appropriate. This strategy allows us to ensure that we have the right product, at the right time, at the right price, in the right quantity and in the right place. Product design and quality are meticulously evaluated and controlled by us, from fabrics to trims, and styling to fit. In Fiscal 2021 we implemented our product lifecycle management system to further support our product strategy and processes. This system has allowed us to consolidate and manage all of our product development data and tools into a single place and improved our focus on innovation and product quality, increase speed to market where appropriate, and ultimately has optimized manufacturing costs.

Creative Development

We have talented teams of in-house designers who focus on creating products featuring high quality fabrics, considered detailing, sophisticated construction and superior fit. Our product design and development process builds on proven sellers while taking new fashion trends into account with the goal of creating fashion must-haves each season. Our in-house technical team ensures all products are executed in a manner that is consistent with our design and delivers superior fit and sophisticated construction in the production of our exclusive brands. We partner with best in class mills and suppliers to create and sample garments, which are fit-tested twice before production. We ensure that the quality of our raw materials and the finished product are all held to our high standards and the expectations of our clients.

Merchandise Planning

Our demand-driven merchandise planning, buying and inventory strategies have been developed and refined for more than three decades, and are designed to ensure that we have the right product, at the right time, at the right price, in the right quantity and in the right place.

Each year we develop product in two or four seasonal collections for our exclusive brands. We generate a meaningful proportion of revenue from our proven sellers while driving excitement through new seasonal product assortment. We buy in initial quantities that allow us to gauge client demand and follow up with larger orders when proven successful to maximize revenue. We analyze sales data in order to make inventory adjustments and to respond to the latest trends. Our inventory management processes and systems provide us with the ability to optimize inventory across our channels to ensure that each boutique and aritzia.com is merchandised with products that resonate with local preferences. By actively monitoring sell-through rates and managing the mix of product categories in our boutiques and aritzia.com, we are able to respond to emerging trends in a timely manner, minimize our dependence on any particular category, style or fabrication and preserve a balanced, coordinated presentation of merchandise within each boutique while being able to offer our client the entire assortment online. We believe that our disciplined merchandise planning strategy allows us to optimize inventory levels and maximize full-price sales.

Sourcing and Production

We contract and maintain direct relationships with a diversified base of independent suppliers and manufacturers for our exclusive brands who provide us with the flexibility to source high quality materials and products at competitive costs. We believe that our approach of sourcing a majority of our raw materials and working directly with suppliers and manufacturers enhances our ability to create beautiful and high-quality products in a timely manner.

We source the majority of our raw materials directly from mills, trim suppliers and manufacturers, located primarily in China, Italy, Japan, South Korea, and Taiwan which we believe to be best in class that uphold

our standards for quality, lead time and cost. Our finished goods are sourced from manufacturers located primarily in Cambodia, China, Peru, Portugal, Romania, Sri Lanka and Vietnam. We continue to monitor and diversify our supplier base, taking into consideration the geo-political and economic environment to mitigate risk. Capacity planning with our manufacturers is done at the beginning of the season to ensure flexibility. We engage third parties to inspect our manufacturers' factories to ensure quality control and engage independent expert service providers to conduct factory audits for compliance with local laws and regulations and global standards. We have implemented and enforce a Supplier Code of Conduct and initiatives to increase transparency with respect to the origins of our raw materials.

ASPIRATIONAL SHOPPING EXPERIENCE

We connect our clients to the energy of our culture through the products we sell and the environments we create. We sell our products through our boutiques and aritzia.com, giving us complete control of the presentation of our brand and the relationships with our clients. This strategy allows us to present our brand in a consistent manner, including pricing, marketing and product merchandising.

We carefully consider each Aritzia destination – physical and digital – individually, taking care to provide our clients with aspirational shopping experiences and exceptional service at every interaction:

- **Boutiques** – We deliver world-class client experiences through a multi-layered boutique environment that blends artistic touches, music and high-quality materials. All of our boutiques are meticulously and uniquely designed by an in-house team of architects and interior designers to be both aspirational and comfortable. Our culture is highly focused on the client, and our style advisors are trained to provide shopping experiences that are personalized to exceed our clients' wants and needs.
- **aritzia.com** – Our eCommerce business is a continually evolving digital representation of our brand. aritzia.com is designed to inspire our clients' digital shopping experience through its aesthetics and intuitive user interface, complemented by the delivery of our products in elevated packaging. We continue to improve the digital experience across all devices (e.g., desktop, mobile, tablet) to elevate our aspirational client experience. The core areas of our clients' digital journey including discovery, evaluating and purchase are continuously improved resulting in increased conversion rate and average order value.

We focus on every detail of delivering an exceptional client experience, including the functionality of our boutiques, our proven boutique processes and the effective training we provide to our style advisors. We have passionate and long-standing style advisors who are trained to deliver a highly personalized shopping environment. Our eCommerce clients are supported by dedicated professionals in the areas of website design and development, marketing, social media, merchandising, distribution and logistics, and concierge. Many of our concierge professionals are former style advisors who possess in-depth knowledge of our product and how we operate.

Our most loyal clients shop both online and in our boutiques, spending three-times more than a single channel client. We believe there are synergies between our boutique network and aritzia.com, with the success of each channel benefiting the other through increased brand awareness and affinity.

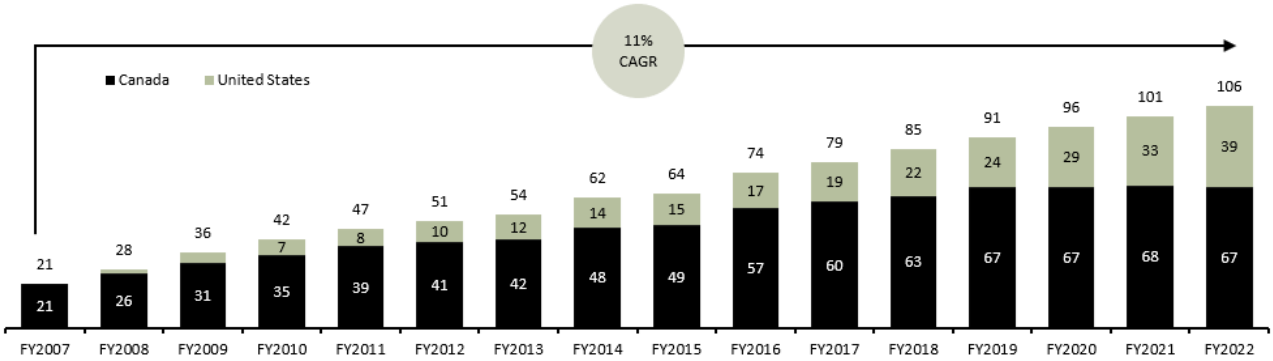
Building on the foundation of our point-of-sale system and our investment in digital selling tools, we aim to provide our clients a seamless experience, whether they shop online or in our boutiques. We continue to build out omni-channel capabilities to elevate our clients' shopping experience, to provide a centralized view of inventory and unlock order fulfillment capabilities to improve cross channel activities such as store inventory visibility, buy online, ship from store and buy online, pick-up in store.

Boutiques



We have developed our boutique network in a measured and disciplined manner. We have a portfolio of boutiques situated in premier real estate locations in high performing retail malls and high streets in North America. Our strong boutique sales productivity continues to make us a sought-after tenant for top quality locations in premier shopping destinations. In addition to opening new Aritzia and exclusive brand boutiques (e.g. Wilfred, Babaton, Super World and TNA), we generate attractive returns on capital by enhancing elements of our existing boutiques (including footprint, layout and assortment) through carefully considered boutique expansions and repositions.

Measured Boutique Growth



As of the date of this Annual Information Form, we operate 67 boutiques in Canada and 41 boutiques in the United States. Our boutiques average approximately 7,000 square feet, generally ranging in size from

4,000 square feet to 8,000 square feet, with flagships as large as 20,000 square feet. Our primary focus is to open and operate boutiques under the Aritzia banner. We have selectively opened Wilfred, Babaton, Super World and TNA exclusive brand boutiques to optimize our market position based on client demand. Our existing boutiques are leased from third parties under operating leases with flexible lease commitments, and some leases containing additional options for renewal.

Canada	Number of Boutiques
Alberta	10
British Columbia	16
Manitoba	1
Nova Scotia	1
Ontario	32
Québec	6
Saskatchewan	1
Total Canada	67

United States	Number of Boutiques
California	9
Colorado	1
Florida	1
Hawaii	1
Illinois	3
Massachusetts	1
Michigan	1
Minnesota	1
New Jersey	3
Nevada	1
New York	8
Ohio	1
Oregon	1
Pennsylvania	1
Tennessee	1
Texas	3
Virginia	1
Washington	2
Washington DC	1
Total United States	41
Total	**108**[1]

[1]Our total number of boutiques does not include any CYC stores.

eCommerce

aritzia.com is a continually evolving digital representation of our brand. It is designed to facilitate an inspired user experience across any device, through aspirational aesthetics and intuitive user interface, while celebrating our creativity, innovation and design. We strive to offer a seamless Everyday Luxury experience for our clients to shop wherever, whenever and however.

We believe there is a synergistic relationship between our boutique network and aritzia.com, with the success of each channel benefitting the other through increased brand awareness and affinity.

We have a Canadian (English & French), U.S. and international website. We pride ourselves on our functional innovation from the fully responsive nature of our site, optimized across all devices through to the seamless integration of content and commerce.

We continue to improve the digital experience across all devices (e.g., desktop, mobile, tablet) to elevate our aspirational client experience. The core areas of our clients' digital journey including discovery, evaluating and purchase are continuously improved resulting in increased conversion rate and average order value. In Fiscal 2021, we made enhancements on our website to increase shoppability across key categories and streamlined how we communicate size and fit through the launch of Fit Analytics and we've continued to refine our size and fit experience in Fiscal 2022.

In Fiscal 2022 we launched store inventory visibility, digital e-gift cards, SuperWorld.com, personalized merchandising, and design enhancements and improvements throughout the client journey. We have seen a positive impact to our retail sales with the launch of store inventory visibility, as well as decreased call volume to our Concierge team regarding store inventory. Digital gift card adoption was immediate during holiday 2021 and clients received access to the gift cards immediately, and we reduced operational costs as well as reduced packaging. Our SuperWorld.com online experience is a branded site which propelled our brand and allowed us to showcase the unique Super World brand aesthetic while distinguishing from the look and feel of aritzia.com. We saw improvements to our conversion rate driven by our thoughtful merchandising strategy, prioritizing relevant styles to shoppers based on our unique point of view and where clients live. Our branding and design evolution has also manifested itself online, creating a compelling and elevated look and feel that is consistent with our brand objectives.

Our eCommerce clients are supported by dedicated professionals in the areas of website design and development, marketing, social media, merchandising, distribution and logistics, and concierge.

Underpinned by our world-class distribution and logistics operation, each order fulfilled is meticulously wrapped in our elevated packaging in order to delight our clients when packages are received and opened. In Fiscal 2021, we put in place industry-leading measures to ensure the health and safety of our people operating in our distribution centres while effectively managing the significant increase in eCommerce units and maintaining delivery time to meet or exceed our clients' expectations. The safeguards we put in place in Fiscal 2021 continue to pay dividends in Fiscal 2022. We have been able to continue operating safely without any impacts from Covid-19 to our distribution centre operations.

Our Concierge function was established in 2012 with the start-up of our eCommerce business. It has grown over the years alongside aritzia.com, including the migration to a new case management system under the SAP platform and a new integrated and vastly expanded phone system in Fiscal 2021. We are further investing in our Concierge function to enhance every aspect of this growing operation. We will continue to evolve and integrate our people, processes, and technology in this critical area to support our accelerated eCommerce growth and elevate our omni-channel offering to delight our clients.

SUPPORT OPERATIONS

Marketing

We employ a holistic marketing approach to articulate the fundamental creative ideas that express our Everyday Luxury brand. We believe this has a meaningful impact on increasing awareness and affinity for Aritzia in existing markets and in growth markets such as the United States and outside North America.

Boutique traffic and productivity is driven by efficiently directing our marketing resources. At Aritzia, we believe our premier real estate footprint is an important marketing vehicle. Being situated in premier real estate locations in high performing retail malls and high streets, we are positioned in areas with high foot traffic where our clients are shopping, enhancing visibility to our brand. Our aspirational boutiques communicate our brand through design, signage, and windows in our boutique displays, elevated packaging and exceptional client service levels.

Our marketing resources focus on relationship building activities designed to cultivate, maintain and expand our client base. Our client data analytics allows us to segment our client base, target direct marketing and personalized interaction with our clients. We aim to carry this through all of our marketing programs.

Our digital marketing strategy contemplates our eCommerce business as an extension of our boutique experience and uses social media and a rapidly increasing number of influencers, including noted celebrities, to build dedicated followings across platforms like Instagram, TikTok, Facebook and Twitter. We drive traffic, engagement and transactions with a balanced mix of brand-generated and user-generated content that showcase our offering, communicate our brand ethos, and engage in conversation with our client community.

Distribution Facilities

Our current distribution network consists of three distribution centres, two in Canada and one in the United States, that are well positioned to service our boutiques and eCommerce business. We operate our distribution centre located in New Westminster, British Columbia, while the distribution centres located in Mississauga, Ontario and Columbus, Ohio are operated by third-party logistics providers. Our inventory is centrally managed and shared amongst our boutiques and eCommerce business.

Our distribution centre in New Westminster, British Columbia is a 223,000 square foot facility. We continue to upgrade our warehouse management system to enhance our supply chain system flexibility and scalability. During Fiscal 2020, we completed expansions at both of our third-party distribution centres in Mississauga, Ontario and Columbus, Ohio, from 75,000 square feet to 150,000 square feet and from 138,000 to 240,000 square feet, respectively. In total, we added 177,000 square feet of space, representing an approximately 80% increase in size for these facilities. We have started retro-fitting work in our New Westminster, British Columbia and Columbus, Ohio distribution centres in order to expand capability and capacity to accommodate the surge of eCommerce growth without having to add more space. These expansions support both our retail and eCommerce businesses with added capacity to handle higher levels of throughput. Our current facilities are set up to flexibly manage multi-channel and omni-channel demands, as our business continues to grow.

In Fiscal 2022 we broke ground on a new facility that we will be operating in Vaughan, Ontario. This new facility will be in-sourced and will replace our existing 150,000 square feet distribution centre operated by a third-party logistics provider with a new 552,300 square feet distribution centre operated by Aritzia. It is anticipated that the new facility will be operational by Fiscal 2024.

Systems and Infrastructure

Our focus on building our digital infrastructure impacts everything we do. In our view, digital is about more than just our technology and eCommerce operations, it runs through the business all the way from design to the service we deliver in boutiques. We use best-in-class information systems to support the major functional aspects of our business. Ongoing upgrades and investments are expected to increase our efficiency and support our growth.

Enterprise Management

Across the organization, we use SAP, a sophisticated enterprise resource planning system, to provide business process support and intelligence across customer, marketing, Concierge, merchandise planning, inventory management, production, costing, order management, finance, accounting, reporting and analysis. As the backbone of our infrastructure, this system has the flexibility to support global and multi-channel expansion.

Clients – Omni Project

Our Omni Project builds on the foundation of our point-of-sale system and our investment in digital selling tools to enable omni-channel capabilities such as store inventory visibility, buy online, ship from store and buy online, pick-up in store. The project includes multiple workstreams spanning a store order fulfillment solution, the physical optimization of our backroom spaces, foundational order sourcing technology, and enhancements to our digital customer experience.

- Store Inventory Visibility – Launched in Fiscal 2022, this functionality enhances the client experience on aritzia.com by providing visibility of product availability in stores. This initiative drives cross-channel shopping behavior and reduces contacts to our Concierge team by enabling customers to self-serve on common product availability related questions.
- Buy Online, Ship From Store – Launching in Fiscal 2023, along with foundational systems to enable future omni channel capabilities. This new capability introduces store inventory online, ensuring our full product assortment is available on aritzia.com. It also enables strategic targeting of inventory across our network of boutiques and minimizes delivery time to our clients.
- Buy Online, Pick-up In Store – Launching in Fiscal 2023, this functionality provides clients with the option to pick up their online order in store. Building on Store Inventory Visibility, this capability further integrates the online and in-store experiences leveraging the exceptional service in our boutiques to deliver an elevated, yet convenient experience.

We are also focused on improving the availability of fulfillment data and analytics. We believe that reporting optimizations and visibility into key performance indicators will help to set our boutique teams up to maintain accurate inventory and monitor performance on key fulfillment metrics.

Concierge

Launched in Fiscal 2020, this integrated solution enhances our client experience throughout the lifecycle of their purchase. It is also a revenue generating opportunity as we personalize each client interaction through our client care centre. This platform was instrumental in supporting the significant increase in client care engagements during Fiscal 2021 as a direct result of the surge in eCommerce volumes.

Boutiques

We utilize Oracle Retail as our point-of-sale system to facilitate client transactions and fulfill boutique-initiated orders across our network to provide a seamless shopping experience for our clients. We are currently working on a fulfilment app which will allow boutiques to fulfil eCommerce orders as well as enable buy online and pick-up in store capabilities.

eCommerce

aritzia.com has been powered by Salesforce Commerce Cloud since its launch in fiscal 2013. With our eCommerce business growing, we continue to invest in our digital capabilities. In Fiscal 2022, we launched store inventory visibility, digital gift cards, SuperWorld.com, personalized merchandising, and design enhancements and improvements throughout the client journey. We have seen a positive impact to our retail sales with the launch of store inventory visibility, as well as decreased call volume to our Concierge team regarding store inventory. Our SuperWorld.com online experience is a branded site which propelled our brand and allowed us to showcase the unique Super World brand aesthetic without compromising the look and feel of aritzia.com. We saw improvements to our conversion rate driven by our meticulous merchandising strategy, prioritizing relevant styles to shoppers based on our unique point of view and where clients live. Our branding and design evolution has also manifested itself online, creating a compelling and elevated look and feel in line with our brand objectives.

Going forward, we continue to evolve and refine our omni-channel capabilities to further elevate our clients' shopping experience, to provide a centralized view of inventory and unlock order fulfillment capabilities to improve cross channel activities such as, buy online, ship from store and buy online, pick-up in store. We are also directing resources with a renewed focus on digital marketing and increasing the use of data analytics to improve online conversion and client loyalty through increased personalization.

Product

We utilize SAP technologies to manage our enterprise inventory system of record. In Fiscal 2021, we successfully completed and implemented Centric 8 PLM Software, a new Product Lifecycle Management System ("PLM"), to support our ongoing product expansion strategy. Supporting our Creative, Technical Development and Manufacturing teams, our PLM application is used to manage all of the data and support all of the processes to bring a product to market (from concept to commercialization). This system consolidates and centralizes all of our product development data and tools to improve our focus on

innovation and product quality, increase speed to market where appropriate, and ultimately optimize manufacturing costs.

Distribution and Logistics

Blue Yonder is the primary system used in our distribution centre in New Westminster, British Columbia to support our fulfilment processes. We will also be using Blue Yonder in our new distribution centre in Vaughan, Ontario when it is operational. We continue to upgrade our warehouse management system to enhance our supply chain system flexibility and scalability to support our boutique and eCommerce growth initiatives.

Business Support

We utilize Workday as our human resource information system. This integrated platform supports strategic human capital decisions for our growing business.

In Fiscal 2021, we established a new Data & Analytics function to maximize the value of our data. Leveraging our existing investments and the capability of Google Cloud, we are building capacity across our people, processes and technology to further enhance efficiencies and decision making in our operations.

We continue to migrate our workloads to the cloud in order to scale our technology with our growing business and to provide greater resiliency and flexibility to support the business.

Furthermore, during COVID-19, we were able to effectively support the move to a flexible, remote business model; supporting initiatives and leveraging our systems in different ways. We continue to invest in identity and access management programs including multi-factor authentication technologies, and third-party company engagements to proactively monitor security, conduct penetration testing, and support compliance validation.

Talent Management

We are committed and passionate about what we do and how we execute. No matter how big or small, we set the bar high to capitalize on opportunities and strive to consistently exceed our clients' expectations. To support our growth, we continue to build and scale our People & Culture infrastructure, focused on attracting, acquiring, developing and retaining a high performing team of world-class talent.

We invest in talent across the organization from our style advisors to our support office team and are committed to training and developing our future leaders, successfully positioning them to drive our growth. Organizing for high performance means putting our people in the right roles that will leverage their skills to achieve the highest results, while continuing to fuel our growth through providing best in class learning and development programs.

Our executive team, led by our Founder and Chief Executive Officer, Brian Hill, has an average tenure of over 20 years at Aritzia. We believe we have the right team in place to grow our business. We will continue to develop a culture by design that enables us to achieve operational goals and bring our strategy to life.

As of February 27, 2022, we had 6,569 employees (excluding seasonal employees), of which 4,410 were employed in our boutiques, 1,487 were employed in our support offices, and 672 were employed at the distribution centre in the Greater Vancouver area, British Columbia. We are proud to say that our hiring objectives include reflecting the communities in which we operate.

The Continuity Committee, led by our Chief Financial Officer and comprised of our President and Chief Operating Officer and our Chief People & Culture Officer, was formed in the first quarter of Fiscal 2021 to manage provisions of our COVID-19 business continuity protocols and to assure the continuity of our operations and the safety of our people, clients, and communities. In addition, since the onset of the COVID-19 Aritzia paid $25 million in Fiscal 2021 and $7 million in Fiscal 2022 through the Aritzia Community™ Relief Fund to ensure financial continuity for our people impacted by boutique closures through the COVID-19 pandemic.

We hire seasonal associates for our boutiques, distribution centre, and Aritzia Concierge during peak seasons such as the holiday shopping season, which provides us with greater flexibility in our workforce

and allows us to better address busier peak periods. Our employees are not covered by a collective bargaining agreement and we have had no labour-related work stoppages.

Diversity, Equity and Inclusion ("DE&I")

In Fiscal 2021, we conducted a review of the present state of DE&I within our organization in order to map out our initial DE&I strategic vision. In Fiscal 2022, we built upon our ongoing investment in DE&I and secured an external consultant to support strategic DE&I implementation into our organization and serve as our fractional Chief Diversity Officer. We continued to emphasize internal engagement of our employees with a series of affinity month activations, training sessions and guest speakers with subject matter expertise in DE&I. To build a holistic approach to DE&I, we collaborated with our corporate giving team to expand our CSR priorities and investments to include LGBTQIA2S+, BIPOC and indigenous communities. We also partnered with our marketing/creative partners to drive greater inclusive representation, authenticity and storytelling for our brand. For example, we have introduced inclusive sizing models and supported various initiatives including International Women's Day and Pride. We will continue to prioritize and invest in DE&I.

Aritzia Internship Program

In Fiscal 2022, we successfully piloted the Aritzia's Internship Program (the "**Internship Program**"). The Internship Program is a paid, 16-week full-time opportunity that provides students with valuable business experience to set them up for continued success in their career. The Internship Program is thoughtfully designed to provide a world class experience with education and career training through Aritzia University, mentorship from world class teams and the opportunity to work on meaningful projects that contribute directly to business objectives.

For the Fiscal 2023 Internship Program, we attracted students from hundreds of schools across the globe, with over 5,500 applications for 50 internship positions. The increasing competitiveness of the program has proven to be a key strategic lever for Aritzia to continue attracting and developing a sustainable talent pipeline for today and tomorrow.

Intellectual Property

We believe we own the material trademarks used in connection with the design, production, marketing, distribution and sale of our products in Canada, the United States and in other foreign countries in which our products are currently or intended to be either sold or manufactured. Our major trademarks include *Aritzia, Wilfred*, *Babaton*, *TNA* and *The Super Puff* and span numerous countries and regions including Canada, the United States, China, Taiwan, Japan, Hong Kong, the United Kingdom, European Union and Australia. On a global basis, we have over 800 trademarks, which are either registered or pending, and over 450 domain name registrations. We intend to continue to strategically register, both domestically and internationally, trademarks and domain names that we use today and those we develop in the future. We also own pending United States design patents, industrial designs in Canada, as well as registered designs in Europe and the United Kingdom to protect our product designs. We have confidentiality agreements and license agreements with employees, manufacturers and other third parties, which limit the use of our designs, trademarks and brands.

OUR FUTURE GROWTH

We take a highly strategic and thoughtful approach to growth that is focused on profitability over the long-term. See "Forward-Looking Information" and "Risk Factors" in this document and the discussion under "Outlook" in Management's Discussion and Analysis of Financial Condition and Results of Operations for the year ended February 27, 2022.

eCommerce and Omni-Channel Innovation

Launched in fiscal 2013, our eCommerce business quickly surpassed our growth expectations and has continued to experience growth year over year in online traffic. From fiscal 2018 to Fiscal 2022, our

eCommerce revenues grew at a compounded annual growth rate of over 44%. In Fiscal 2022 our eCommerce revenues continued their significant growth, delivering 33% eCommerce revenue growth to comprise 38% of net revenues.

We continue to invest in our digital capabilities to support our eCommerce business:

- *Drive our omni-channel growth and capabilities* – Our clients shop both online and in our boutiques, and we believe there are synergies between our boutique network and aritzia.com, with the success of each channel benefiting the other through increased brand awareness and affinity. We launched store inventory visibility to allow clients to pre-shop our boutiques. Our clients have responded positively and as a result, we are seeing an improvement in retail sales driven from store inventory visibility as well as a reduction in call volume to our Concierge team regarding store inventory availability. We are now focusing our efforts on buy online, ship from store, buy online, pickup from store and omni order history. Due to the growth of our omni-channel client base, we anticipate significant benefit from the evolution of these omni services.
- *Capitalize on digital marketing channels to drive client acquisition and retention* – We are directing resources with a renewed focus on digital marketing, including programs centred on search engine optimization enhancements, refinement of our email marketing, and further leveraging our social media. We made numerous technical enhancements to improve our search engine optimization results, including navigation bread crumbs, improved product descriptions, and data driven category naming. We are pleased with the positive impact this has had on new client visits.
- *Deliver personalized experiences* – We are in the early phases of leveraging advanced business intelligence and behaviour analytics to further enhance our understanding of our clients. This includes optimizing our online operations to enhance personalization which we believe will drive higher conversion and client loyalty. We have begun to customize merchandising and content experience based on geography and climate and will continue to evolve personalized experiences into Fiscal 2023. We are planning on leveraging personalization technology in Fiscal 2023 which will allow us to be more targeted and nimble as we scale our capabilities.
- *Improve the digital experience to enhance the shopping experience online* – Aritzia is focused on improving the digital experience across all devices (e.g., desktop, mobile, tablet) to work towards making shopping frictionless. We continue to implement a number of core optimizations including user reviews and fit guides, enhancing site search functionality, landing page templates, and numerous checkout improvements to reduce client friction. The core areas of our client's digital journey including discovery, evaluating, and purchase are continuously improved resulting in increased conversion rate and average order value. We have also re-set our optimization program, embedding a culture of test and learn on how we go to market with new features and capabilities. For example, we have tested the optimal placement of visual size and fit guides on our category and product pages.

For further information with respect to our investment in our digital systems and infrastructure, see "Systems and Infrastructure" in this Annual Information Form.

Geographic Expansion

A key component of our growth strategy, our boutiques:

- Drive sales and meaningful profits
- Build brand awareness
- Propel significant client acquisition
- Fuel our eCommerce channel

As many businesses across North America are reducing their store footprint, we are seeing unprecedented opportunities for us to acquire prime real estate. We believe that we have a meaningful opportunity to expand our boutique network, particularly in the United States, where we have identified approximately 100 locations that meet our exacting criteria. We will continue to take a disciplined approach to boutique openings, with a fastidious focus on location selectivity.

Product Innovation and Expansion

Product innovation is a core competency for us and has been critical to our success. We always look beyond what 'is' to what 'could be' by continuously monitoring the evolving fashion landscape, our brand portfolio, our product mix and our client base to identify opportunities for innovation and growth. With the accelerated shift to digital and as our eCommerce channel reaches critical mass, our product strategy can now be based on the unlimited opportunities that online provides. We see potential to meaningfully expand our product offering by fiscal 2025 through increasing styles in our current brands and by expanding into new categories, such as swim and intimates.

We believe our innovation strategy drives traffic to our boutiques and aritzia.com and increases brand loyalty by guiding our mix of brands and products to meet our clients' needs. It also allows us to reinforce the appeal of our brands across a broader range of fashion needs, increasing our addressable market and 'share of our client's closet'.

Drive Brand Awareness

Increased brand awareness is driven through real estate, product expansion and marketing strategies designed to attract new clients and deepen loyalty of existing clients. Our premier real estate locations, aspirational boutique designs and high-touch service, highlight unique ethos and aesthetic of our exclusive brands and Aritzia's overall dedication to delivering Everyday Luxury. We extend this experience online, through digital marketing, reaching beyond our retail footprint to acquire clients and keep them engaged with digitally native content experiences.

Enhance Long-Term Profitability through Operating Leverage and Continuous Improvement

As we grow, we expect to be able to scale our investments and leverage our fixed costs alongside our expected growth in revenues. We continually seek to enhance our long-term profitability by:

- Enhancing gross profit margins through sourcing efficiencies while continually reinvesting in the quality of our products and aspirational pricing; and
- Maintaining selling, general and administrative expenses as a percentage of revenues with continued investment in talent and infrastructure to support our long-term growth objectives.

ENVIRONMENT, SOCIAL & GOVERNANCE ("ESG"): OUR IMPACTS AND OUR PROGRESS

Overview

Aritzia recognizes that as a leader in the fashion industry and for our long-term success, we have a responsibility to continue to accelerate our ESG commitments and performance. To deliver Everyday Luxury, for today and tomorrow, we will strengthen the environmental and social contributions that amplify the positive impact Aritzia is making across our operations and wider value chain.

Our ESG priorities are distributed across our value chain from raw material sourcing and third-party manufacturing, our owned and directly operated boutiques, offices and distribution centres, through to our products' use and end of life impacts. We have prioritized efforts based on our material impacts and risks in line with The Sustainability Accounting Standards Board's reporting framework for the Apparel, Accessories and Footwear industry as well as Aritzia's internally conducted materiality assessment.

Highlights of our key achievements in Fiscal 2022:

- Evaluated 98% of our finished goods suppliers against Aritzia's environmental criteria through our Higg Facility Environmental Module to ensure alignment with business requirements;
- Conducted third party assessments at 100% of finished goods suppliers against Aritzia's Supplier Code of Conduct through our social impact monitoring program;
- Adopted more sustainable fabrics across 40% of our 2021 collections and 60% of our Spring/Summer 2022 collections, including organic and recycled cotton, recycled polyester and nylon, amongst others;

- For the second consecutive year, Aritzia has achieved carbon neutrality across our operations (stores, offices and distribution centres), which account for 100% of Aritzia's Scope 1 and 2 emissions.
    - This is achieved by reducing energy use, sourcing renewable energy credits in the equivalent of our electricity consumption, and offsetting remaining emissions;
- Completed our second CDP Climate Change submission and received recognition on the CDP Supplier Engagement Leadership board;
- Added Sustainable Product filters on aritzia.com for our clients;
- Published Aritzia's ESG Executive Summary, outlining our priorities on investors.aritzia.com;
- Ensured financial continuity for our people through the COVID-19 pandemic, paid $25 million in Fiscal 2021 and $7 million in Fiscal 2022 through the Aritzia Community™ Relief Fund;
- Continued our investment in DE&I and secured an external consultant to support strategic DE&I implementation into our organization and serve as our fractional Chief Diversity Officer and continued to emphasize internal engagement of our employees with a series on affinity month activations, training sessions and guest speakers with subject matter expertise in DE&I. See also "Support Operations – Talent Management – Diversity, Equity and Inclusion.";
- Donated 4,000 warm winter coats valued at over $1 million to our Aritzia Community™ partner organizations across the U.S. and Canada; and
- Celebrated Giving Tuesday – a global day of giving – with a commitment to donate $10 of every purchase on that day to Aritzia Community™ partner organizations; we reached our $250,000 donation goal.

For more details of our programs and achievements, please review the Sustainability webpage and the Diversity & Inclusion webpage on our corporate website, aritzia.com.

Governance

Aritzia's President and Chief Operating Officer, with a focus on Social and Governance, and Aritzia's Senior Vice President, Operations and Chief of Staff – Executive, with a focus on Environmental, together have full oversight and accountability for Aritzia's ESG activities and performance. In January of 2022, Aritzia formalized an Environmental and Social Board Committee and appointed Board members David Labistour, Marcia Smith, John Montalbano and Daniel Habashi. The Environmental and Social Board Committee is committed to enhancing our ESG governance and disclosures.

Leadership and execution of ESG priorities is shared across a number of departments including Sustainability, which covers Social Impact across our supply chain and environmental impact across our operations and supply chain; Corporate Giving; People & Culture which includes but is not limited to Employee Experience, Diversity, and Equity and Inclusion; as well as Enterprise Risk Management. Aritzia has various programs and corporate policies in place to support the implementation of our ESG priorities. Policies include but are not limited to our Code of Conduct, Whistleblower Policy, Harassment and Discrimination Policy, Supplier Code of Conduct and Corporate Environmental Policy.

This year, Aritzia updated its materiality assessment internally to identify and assess key ESG issues across the business. Aritzia also completed its second CDP Climate Assessment and was listed on the CDP Supplier Engagement Leadership board. Aritzia has also maintained our memberships to International Labour Organisation's BetterWork Programme, the Responsible Labour Initiative, the Sustainable Apparel Coalition, Textile Exchange and the Better Cotton Initiative, and our participation in the United Nations Global Compact. Our participation demonstrates our commitment to meet fundamental responsibilities in four areas: human rights, labour, environment and anti-corruption. Aritzia will report annually to the UNGC and will continue to increase our ESG disclosure.

Strategy

Aritzia is committed to upholding human rights and environmental stewardship in our operations and across our supply chain. We used the findings of our materiality assessment, and ongoing environmental and social assessments to inform our strategic priorities. In addition, information gathered through our annual Employee Survey, Aritzia Asks, for all our employees, as well as Aritzia's supplier labour rights performance has allowed us to prioritize our risks and opportunities.

As a result, we are focusing our strategy on the below priorities to mitigate risks and maximize our positive impacts:

ESG PRIORITY		HOW
1	Attract, develop and retain a high performing team of world class talent	— Building and scaling our People & Culture infrastructure to attract and acquire top talent — Organizing for high performance by putting our people in the right roles that will leverage their skills to achieve optimal results, while continuing to fuel our growth through providing best in class learning and development programs — Investing in and developing a culture by design that enables us to achieve operational goals, bring our strategy to life, and provide a supportive, inclusive, elevated and inspiring experience for our people. In Fiscal 2022, we launched our ecosystem which includes updated purposes and core values for our organization.
2	Deliver positive social impact through our products & supply chain	— Safeguarding human rights and workplace standards of our suppliers — Identifying potential human rights issues and mitigating human rights impacts across our value chain — Providing tools and capacity building to strengthen supplier workplace conditions where required and to support workers
3	Drive sustainable practices and solutions across the product lifecycle	— Adopting more sustainable raw materials for key fabrics including cotton, synthetics, wood-based cellulosic fibres and animal derived materials — Promoting and improving sustainable and safe manufacturing through reduction of emissions, water, waste and hazardous chemistry of our suppliers — Building tools, systems and infrastructure into the product division to embed sustainability into our design, product development, sourcing and manufacturing processes

4	Build sustainable and efficient infrastructure across our boutiques, cafes, offices, DCs and logistics	— Establishing emission reduction targets and meeting incremental milestones — Minimizing waste generation, diverting operational, and textile waste from landfill — Eliminating unnecessary packaging, and sourcing 100% more sustainable and recyclable packaging

Risk Management

Our materiality assessment highlighted ESG priorities across our direct operations and our supply chain, and we continue to identify and monitor relevant risks and compliance expectations through our ongoing assessments and programs. To gain a deeper understanding of salient topics, we also conducted a Human Rights Impact Assessment and Climate Risks Assessment across our value chain. The identified risks are incorporated into our wider Enterprise Risk Management processes and tools. This ensures alignment of approaches and our ability to escalate and mitigate material ESG risks as necessary. See “Enterprise Risk Management (“ERM”): Navigating The Risk Landscape” section in this Annual Information Form.

Details of our key ESG risks can be found in the “Risk Factors” section of this Annual Information Form.

Metrics and Performance Indicators

We have worked diligently to understand our social and environmental impacts to prioritize opportunities that can create meaningful change. We have developed a number of key performance indicators and targets to drive our strategy, ensure accountability across key areas, and to monitor progress. We will continue to review and evolve our environmental and social performance indicators based on arising material issues to further our ESG performance.

ESG Priority One: Attract, develop and retain a high performing team of world class talent

— Aritzia Asks Employee Engagement Survey results. In Fiscal 2022, we achieved improved and industry leading engagement score results in our Aritzia Asks Employee Engagement Survey compared to the survey conducted in Fiscal 2021.

— Tenure of our people including our leadership team.

— Aritzia Pipeline Program is a program which brings talent from our boutiques, distribution centres and concierge to support office positions and has been a great success.

— Diversity of our people, our leadership teams and Board gender representation.

— The Aritzia Internship Program.

ESG Priority Two: Deliver positive social impact through our products & supply chain.

— Workplace Standards performance (i.e.: employment requirements and health and safety) of factories.

— Number of training courses completed by suppliers to build capacity and capability.

— Number of suppliers where workers have access to a grievance mechanism.

— Number of fabric and trims suppliers monitored against our Supplier Code of Conduct.

ESG Priority Three: Drive sustainable practices and solutions across the product lifecycle

- Adoption of sustainable raw materials in our products e.g. organic cotton and recycled polyester.
- Finished goods suppliers and fabric and trims suppliers that have completed the Higg Facility Environmental Module, and conducted third-party verification.
- Donation, recycling and waste diversion of unsaleable product by unit numbers and weights.

ESG Priority Four: Build sustainable and efficient infrastructure across our boutiques, cafes, offices, distribution centres and logistics

- Energy type and consumption as well as the resultant emissions.
- Emissions from business travel of employees; emissions from transport and distribution of product
- Waste diversion rate.
- Adoption of sustainable raw materials in packaging materials (i.e. post-consumer waste recycled material, Forest Stewardship Council certified paper materials).

ENTERPRISE RISK MANAGEMENT ("ERM"): NAVIGATING THE RISK LANDSCAPE

Overview

We believe that risk is inherent to our day-to-day operations, innovation, and the pursuit of long-term growth opportunities. In order to remain competitive and ensure sustainable success, Aritzia consciously takes risks and consciously explores and develops opportunities. Aritzia's Enterprise Risk Management ("**ERM**") function strives to support business success through an opportunity focused but risk aware decision-making approach. In Fiscal 2023, ERM aspires to establish a formal risk governance model and support departments in developing risk registers. This approach will provide bottom-up engagement and perspectives on the severity, probability, materiality, and relative ranking of each risk. As the ERM program matures, department level risks will link with our enterprise level risk register for top-down foresight and mitigation support.

In Fiscal 2022 we successfully accomplished:

- Developing a Concierge Risk Controls Framework to embed and monitor financial, transaction, and interaction controls for our Concierge operations.
- Implementing a Country Risk Assessment Framework for monitoring ongoing and emerging risks in our sourcing and manufacturing countries.
- Designing systems and frameworks for ESG risk management activities.

Some of our ongoing ERM initiatives include:

- Developing risk management frameworks for Aritzia's Project Management Office.
- Developing a Retail Risk Controls Framework to proactively (prior to selection) assess, and continuously monitor our sourcing and manufacturing country risks and opportunities.
- Developing a Logistics Risk Framework for understanding our supply chain risk exposures and proactively plan mitigation strategies for business continuity, loss prevention, operational efficacy and efficiency.
- Developing a Brand Protection Framework to protect our intellectual property assets and minimize the unauthorized use or of our unique brand and its supporting elements.
- Implementing a 3rd Party Vendor Risk Framework for monitoring emerging and ongoing risks.

Governance

The Board, in conjunction with management, is responsible for identifying the principal risks of the Company's business and overseeing management's implementation of appropriate systems to seek to effectively monitor, manage and mitigate the impact of such risks. Our Vice President of Enterprise Risk Management and Chief Financial Officer oversee all ERM activities and have overall accountability for Aritzia's ERM strategies.

RISK FACTORS

The following specific factors could materially adversely affect us and should be considered when deciding whether to make an investment in Aritzia and the Subordinate Voting Shares. The risks and uncertainties described in this Annual Information Form and the information incorporated by reference herein are those we currently believe to be material, but they are not the only ones we face. If any of the following risks, or any other risks and uncertainties that we have not yet identified or that we currently consider not to be material, actually occur or become material risks, our business, prospects, financial condition, results of operations and cash flows and consequently the price of the Subordinate Voting Shares could be materially and adversely affected. In all these cases, the trading price of the Subordinate Voting Shares could decline, and prospective investors could lose all or part of their investment.

Our Risk Factors are scoped in the following categories: Emerging, Strategic, Reputational, Operational, and Financial. These categories follow our ERM framework, with the most significant risks in each category appearing at the top of such category. Note that the listed Risk Factors may have inherent cascading impacts on more than one category. The list and its structure by no means implies definitive risk classification or impact exclusivity.

Emerging Risks

Potential new or emerging risks that become apparent in new or unfamiliar conditions.

- ***Our business has been and will continue to be adversely affected by the current COVID-19 coronavirus pandemic.***

  COVID-19 has caused significant business disruptions. In March 2020, the COVID-19 pandemic was declared to be a global pandemic by the World Health Organization. We have implemented precautionary measures in line with guidance from local authorities in the boutiques to enhance the health and safety of our clients, employees, and 3rd parties, and further assure the continuity of our operations. We do not know how the measures recommended by authorities or implemented by us may change over time, whether they will continue to be reduced, whether they will be re-introduced or decrease, and what the duration of these restrictions will be. Given the continued uncertainty caused by COVID-19 and its variants, we may continue to direct, adverse impacts to revenues and operations**.**

  Despite the protective measures we have taken to protect our employees, we may find it difficult to ensure that our operations remain sufficiently staffed due to employees falling ill with COVID-19, becoming subject to mandatory quarantine, or making the personal decision not to come to come to work out of fear of contracting COVID-19. The COVID-19 situation is continually changing and the extent to which COVID-19 impacts our results will depend on future developments, which are highly uncertain and cannot be predicted, including new information that may emerge concerning the severity of COVID-19 and its variants and the actions taken to contain it or treat its impact, including vaccinations. The length and severity of the pandemic, as well as the pace of recovery, could negatively impact our business, financial condition, and results of operation.

— ***There are claims made against us from time to time that can result in litigation that could distract management from our business activities and result in significant liability or damage to our brand.***

As a growing company with expanding operations, we increasingly face the risk of litigation and other claims against us. Litigation and other claims may arise in the ordinary course of our business and include employee and client claims, commercial disputes, landlord-tenant disputes, intellectual property issues, product-oriented allegations and personal injury claims. These claims can raise complex factual and legal issues that are subject to risks and uncertainties and could require significant management time. As we do sell products that are produced by third-party manufacturers, these products may expose us to various claims, including class action claims relating to merchandise that is subject to a product recall or liability claim. Litigation and other claims against us could result in unexpected expenses and liabilities, which could materially adversely affect our operations and our reputation.

— ***Anthropogenic hazards including geo-political events, war, acts of terrorism, civil disorder, engineering hazards, power outages, or fires which could affect our supply chain, business continuity, and financial results.***

Unstable political conditions or civil unrest, including terrorist activities, military and domestic disturbances, conflicts and resulting economic or other restrictions and sanctions, engineering hazards, human made fire, and mass power outages may disrupt commerce, our supply chain operations, international trade or result in political or economic instability and could have a material adverse effect on our business and results of operations, The mentioned conditions, hazards, or events could result in a reduction in the trading price of the Subordinate Voting Shares.

— ***Natural disasters, including earthquakes, extreme and/or unusual weather, wildfires, global health crises, disease outbreaks (including COVID-19) and other unexpected events which could affect our supply chain, business continuity, and financial results.***

Our boutiques, support office, distribution centers, infrastructure projects and digital operations, as well as the operations of our suppliers, vendors and manufacturers, are vulnerable to disruption from natural disasters, extreme and/or unusual weather, wildfires, global health crises, disease outbreaks (including COVID-19), and other unexpected events. These events could cause, and in the case of COVID-19, have already caused and are expected to continue to cause for the foreseeable future, disruptions in the operations of our corporate offices, global stores and supply chain and those of our third-party partners, including our vendors and manufacturers. In addition to impacts on global operations, these events could result in the potential loss of clients and revenues as a result of boutique closures, delay in merchandise deliveries, reduced consumer confidence or changes in consumers' discretionary spending habits.

These events could reduce the availability and quality of the fabrics or other raw materials used to manufacture our merchandise, which could result in delays in responding to consumer demand resulting in the potential loss of clients and revenues or we may incur increased costs to meet demand and may not be able to pass all or a portion of higher costs on to our clients, which could adversely affect our gross margin and results of our operations.

We could also be adversely affected if government authorities impose mandatory store closures or restrict the import or export of products in response to an unexpected event such as a disease outbreak, each of which has already occurred as a result of COVID-19. Even if such measures are not implemented or the disease outbreak does not spread significantly, the perceived risk of infection or health risk may adversely affect our business and operating results.

Given the temporary closures, we have seen, and may continue to see, a direct, material adverse impact to revenues and operations as a result of COVID-19. At present, there is significant uncertainty relating to the ultimate impact COVID-19 will have on our business and the Company could experience further adverse impacts as the scope of COVID-19 evolves, which could further adversely impact our business, financial condition and results of operations.

Extreme weather conditions in the areas in which our boutiques are located could adversely affect our

business. For example, frequent or unusually heavy snowfall, ice storms, rainstorms or other extreme weather conditions over a prolonged period could make it difficult for our clients to travel to our boutiques and thereby reduce our revenue and profitability as our business depends on high client conversion. Our business is also susceptible to unseasonable weather conditions. For example, extended periods of unseasonably warm temperatures during the winter season or cool weather during the summer season could render a portion of our inventory incompatible with those unseasonable conditions, which could adversely affect our ability to execute our strategy to effectively present seasonal inventory. Reduced revenue from extreme or prolonged unseasonable weather conditions could adversely affect our business.

In addition, natural disasters such as hurricanes, tornadoes and earthquakes, or a combination of these or other factors, could severely damage or destroy one or more of our boutiques, support offices or warehouses located in the affected areas, thereby disrupting our business operations.

— ***Our business could be adversely affected by protestors or activists.***

Our products include certain animal products, including wool, goose down, and cashmere; particularly in our fall and winter collections. We do not use any fur or angora in our products. We use only certified responsibly sourced goose down in our jackets and parkas and have begun to increase the sourcing of certified responsible wool yarns and fabrics. We also have a Supplier Materials Sourcing Policy and an Animal Materials Sourcing Policy designed to uphold animal welfare standards in the supply chain. However, the use of such products could draw the attention of animal welfare activists or other social reform movements seeking to change our business practices by bringing public awareness to issues through protests and/or social media campaigns. Ineffective action or perceived inaction to such protests pertaining to our industry and business could adversely affect our reputation or financial performance.

Strategic Risks

Potential risk to Aritzia's strategic outlook as a competitive and industry leading fashion retailer, vision and core values, and position with consumers in the fashion retail landscape.

— ***General economic conditions in Canada, the United States and other parts of the world, including lower levels of consumer spending and economic volatility, can affect consumer confidence and consumer purchases of discretionary items, including fashion apparel and related products, such as ours.***

Consumer purchases of discretionary retail items and specialty retail products, which include our apparel and accessories, may be adversely affected by economic conditions influencing the economic support or demand of our products, and consumer confidence with respect to current and future economic conditions. Consumer purchases may decline during recessionary or economically volatile periods.

Our financial performance is particularly susceptible to economic and other conditions in regions where we have a significant number of boutiques. Further or future slowdowns or disruptions in the economy could adversely affect mall and shopping destination traffic and new mall and retail development and could materially and adversely affect us and our growth plans. In addition, a deterioration of economic conditions and future recessionary periods may impact the other risks faced by our business, including those risks we encounter as we attempt to execute our growth plans.

Global uncertainty, such as uncertainty with respect to national trade policies and the global short- and long-term effects of COVID-19 or other pandemics or similar crises, may cause changes in consumer confidence and in consumers' discretionary spending habits, resulting in a material adverse effect on our business, financial condition and results of operations. To date, COVID-19 and related restrictions and mitigation measures have negatively impacted the global economy and created significant volatility and disruption of financial markets. As global economic conditions continue to be volatile or economic uncertainty remains, trends in consumer discretionary spending also remain unpredictable and subject

to reductions due to credit constraints and uncertainties about the future. Unfavorable economic conditions may lead consumers to delay or reduce purchases of our products. Consumer demand for our products may not reach our targets, or may decline, when there is an economic downturn or economic uncertainty. Our sensitivity to economic cycles and any related fluctuation in consumer demand may have a material adverse effect on our financial condition.

— ***We operate in a highly competitive industry and the size and resources of some of our competitors may allow them to compete more effectively than we can, which could adversely impact our growth and market share.***

We face intense competition in the retail apparel industry. We compete on the basis of a combination of factors, including the location of boutiques, eCommerce experience, the breadth, style, quality, price and availability of merchandise, the level of client service and brand recognition. We compete with a diverse group of specialty apparel retailers, department stores, fast fashion retailers, athletic retailers and other manufacturers and retailers of branded apparel including online retailers and distributors. Our expansion into markets served by our competitors and entry of new competitors or expansion of existing competitors into our markets could have an adverse effect on our business.

We do not possess exclusive rights to some elements that comprise our in-boutique experience and merchandise offerings. In addition, a limited portion of our merchandise is sourced from third parties on a non-exclusive basis. Our competitors may seek to emulate facets of our business strategy, in-boutique experience or merchandise offerings, which could result in a reduction of any competitive advantage that we might possess. As a result, our current and future competitors, especially those with greater eCommerce capabilities or financial, marketing or other resources, may be able to duplicate or improve upon some or all of the elements of our online or in-boutique experience or merchandise offerings that we believe are important in differentiating our boutiques and our clients' shopping experience. If our competitors were to duplicate or improve upon some or all of the elements of our eCommerce experience, in-boutique experience or product offerings, our competitive position and our business could suffer. There is no assurance that we will continue to compete successfully against existing or future competitors.

— ***The success of our business depends on our ability to optimize our product offerings by anticipating and responding in a timely manner to constantly changing consumer demands, tastes and fashion trends across multiple brands, product lines, sales channels and geographies. Our inability to anticipate and respond to these changes could have a material adverse effect on our business, financial condition and results of operations.***

Our target market of apparel and accessories for women is subject to rapidly shifting fashion and seasonal trends, client tastes and demands. Accordingly, our success is dependent on our ability to anticipate and forecast changes in fashion trends and consumer preferences and continuously manage and develop our collection of brands to respond to these consumer trends including expanding sales channels and geographies. All of our products are subject to changing consumer preferences that cannot be predicted with certainty.

We design new products, select and purchase raw materials, develop new brands and retail concepts, incorporate select third-party brands and continuously adjust the position of our brands and product categories in an effort to meet our clients' demands. We also manage our inventory through pricing and by allocating, replenishing and transferring product across our network of boutiques and aritzia.com to optimize product offerings.

To the extent our predictions differ from our clients' purchasing preferences, we may be faced with excess raw materials or inventories for some merchandise and/or shortages or missed opportunities for others. Although we have historically exercised a disciplined mark-down strategy, excess inventories could compromise our ability to continue to do so and result in lower gross profit margins due to greater than anticipated discounts and markdowns that might be necessary to reduce inventory levels. Low inventory levels can adversely affect our ability to meet client demand, which may lead to lost revenue and diminished brand loyalty.

In addition to our own execution, we also need to react to factors affecting our product offerings that are outside of our control, such as natural disasters, global hostilities, global health crises, disease outbreaks (including COVID-19) or other unforeseen events that may significantly impact client demand including consumer discretionary spending, consumer preferences and buying habits and the operations of retailers generally. Any sustained failure to anticipate, identify and respond to emerging trends in consumer preferences could have a material adverse effect on our business, financial condition and results of operations.

— ***Our limited operating experience and limited brand recognition in markets outside North America may limit our expansion efforts, subject us to additional risks and cause our business and growth to suffer.***

Our long-term future growth depends, in part, on our expansion efforts outside North America. Our current operations are based largely in Canada and the US. We currently have 67 boutiques in Canada, 41 boutiques in the United States and none outside North America. Therefore, our client base and our operating experience outside Canada, and in particular outside North America, is limited. We also have limited experience with regulatory environments and market practices outside of North America and cannot guarantee that we will be able to penetrate or successfully operate in any market outside of North America. In connection with any future expansion efforts outside of North America, we would expect to encounter many obstacles we do not face in North America, including cultural and linguistic differences, differences in regulatory environments and market practices, difficulties in keeping abreast of market, business and technical developments and foreign clients' tastes and preferences. We may also encounter difficulty expanding into new markets because of limited brand recognition and the costs of establishing and maintaining international operations. We may not be successful enough in these new markets to recoup our investments in a timely manner or at all. Failure to develop new markets outside of North America (through our eCommerce business or otherwise) may harm our business, growth and results of operations.

— ***If we fail to adequately continue to connect with our client base, our business could be adversely affected.***

While our marketing programs continue to evolve to include fashion media, influencers, direct to consumer, organic, social media, and in-boutique marketing to capture the interest of our clients and drive them to our boutiques and website. We generally do not use traditional advertising channels, such as newspapers, magazines, billboards, television and radio, which are used by some of our competitors and our use of paid digital is limited. As organic social media becomes ever more competitive, our focused approach may limit our ability to build persistent awareness beyond markets where we already have a strong retail presence. With growth into new geographic markets, we may need to market through local platforms. We anticipate that, as our business expands into new markets and as the market becomes increasingly competitive, maintaining and enhancing our brand may become increasingly important.

If our current marketing efforts are not successful, there may be no immediately available or cost effective alternative means to build or maintain brand awareness. If we are required to use traditional advertising channels in our overall marketing strategy, then we will incur additional expenses associated with the transition to and operation of a traditional advertising channel. Failure to cost-effectively build extensive brand awareness beyond our retail footprint could harm our business, financial condition and results of operations.

In addition, as we increasingly leverage influencer relationships to further promote our brand and products should one or more of them no longer promote our brand, promote our brand in a negative way, fail to adhere to applicable guidelines required by law, or be subject to negative publicity in the media, our brand and reputation may be negatively impacted, we may be required to spend time and resources cultivating new influencer relationships, and these relationships may not be as successful. If we are unable to effectively recruit influencers with a meaningful following to promote our brand and products, our business, growth and results of operations may be adversely affected.

— ***Business strategy risks associated with supply chain transparency***

Apparel manufacturing supply chains are notoriously complex with poor visibility down to commodity level raw materials. As a result, it is challenging to have full visibility of social, environmental and other standards in place in lower tiers of the supply chain, particularly where we do not have direct business relationships. Social, environmental and other malpractice allegations at such tiers in the supply chain often target the industry at large. E.g. allegations regarding animal welfare and forced labour. It can be complex to determine the extent of the specific risk to Aritzia's supply chain and therefore challenging to respond to the allegation in detail. Ineffective action or perceived inaction to such protests pertaining to our industry and business could adversely affect our reputation or financial performance.

— ***We may not realize the potential benefits and synergies sought with the acquisition of CYC***

The acquisition of CYC may not create value and may harm our brand and adversely affect our business, financial condition, and results of operations.

In Fiscal 2022, we acquired CYC as part of our product expansion into men's wear while bringing incremental growth to our already surging women's eCommerce and U.S. businesses.

The potential benefits of expanding our product into men's might not be realized fully, if at all. Further, the expected mutually beneficial synergies and efficiencies between Aritzia and CYC, such as those related to our online and retail platforms and direct to consumer business, may not materialize.

There will be inherent challenges of integrating management teams, strategies, cultures, and organizations of two companies. This integration may divert the attention of management and cause additional expenses. If CYC has inadequate or ineffective controls and procedures, our internal control over financial reporting could be adversely impacted. The acquisition may not be well received by the clients or employees of either company, and this could adversely impact our brand and result in the loss of key employees. If we are unable to successfully integrate CYC, including its people and technologies, we may not be able to manage operations efficiently and may incur additional costs and expenses, which could adversely affect our results of operations. The acquisition of CYC may also divert management time and other resources away from our existing business.

Reputational Risks

Potential risk to Aritzia's brand, image, reputation, and good standing in the fashion retail marketplace.

— ***A material disruption in or security breach affecting our information technology systems or eCommerce business could significantly affect our business and lead to reputational damages impacting our revenue and growth prospects.***

We rely extensively on our computer systems to manage our business, including client, employee, product, inventory, supply chain, distribution and financial data, and to record and process transactions and payroll and rely on the uninterrupted operation of our IT systems, networks and services including internal and public internet sites, data hosting and processing facilities and cloud-based services and hardware, such as point-of-sale processing at boutiques, to operate our business. We also invest in technology that allows us to personalize our client's shopping experience. While our systems are designed to operate without interruption, we have experienced, and may in the future experience, interruptions to the availability of our computer systems from time to time. The failure of our computer systems to operate effectively, keep pace with our growing capacity requirements, smoothly transition to upgraded or replacement systems or integrate with new systems could adversely affect our business. In addition, our computer systems are subject to damage or interruption from power outages, computer and telecommunications failures, computer viruses, cyber-attacks, phishing attacks, denial-of-service attacks, social engineering attacks, ransomware attacks, security breaches, catastrophic events such as fires, floods, earthquakes, tornadoes, hurricanes, pandemics, acts of war or terrorism, and usage errors by our employees. If our computer systems are damaged or cease to function properly, we may have to make a significant investment to fix or replace them. We may also suffer loss of critical data,

compromise to the integrity or confidentiality of data and information, including but not limited to client and employee information in our systems or networks, disruption to the systems or networks of third parties on which we rely, and interruptions or delays in our operations. The rapid and exponential growth of cloud computing and e-commerce has resulted in the emergence of a global ecosystem of digital tools and applications that have been increasingly adopted by us and our peers. Migration to cloud-based providers has increased reliance on third-party technology providers and the associated exposure to risks of such service providers ceasing business operations, changing their business models, reducing functionality or experiencing cyber-attacks or system outages. A lack of relevant and reliable information that enables management to effectively manage our business could preclude us from optimizing our overall performance. Actual or anticipated attacks may cause us to incur increased costs including costs to deploy additional personnel and protection technologies, train employees and engage third-party experts and consultants. Any significant loss of data or failure to maintain reliable data could have a material adverse effect on our business and results of operations. A disruption to our eCommerce business could reduce our eCommerce revenue, increase our costs, diminish our growth prospects, expose us to litigation, decrease client confidence and damage our brand, and a material interruption to any of our computer systems could adversely affect our business or results of operations and our reputation.

Though cyber incidents can result from deliberate attacks or unintentional events, information security risks have increased in recent years because of the proliferation of new technologies and the increased sophistication of perpetrators of cyber-attacks. Experienced computer programmers and hackers, or even internal users, may be able to penetrate secured systems or create systems disruptions or cause shutdowns of our network security or that of third-party companies with which we have contracted to provide services. We generally collect, process, store and use sensitive personal information relating to our clients and employees, including their personally identifiable information, and rely on third parties for cloud services, the operation of our eCommerce site and for the various social media tools and websites we use, for marketing purposes, distribution and warehousing purposes, security purposes, financial purposes and for employment purposes. Any perceived, attempted or actual unauthorized disclosure of personally identifiable information regarding our employees, clients or website visitors could harm our reputation and credibility, reduce our eCommerce revenue, impair our ability to attract website visitors, reduce our ability to attract and retain clients, or subject us to litigation or the imposition of significant fines or penalties, which could adversely affect our business, growth, brand image and reputation. Moreover, we could incur significant expenses or disruptions of our operations in connection with system failures or data breaches.

Recent corporate security breaches in our industry have attracted a substantial amount of media attention, prompting new laws and legislative proposals addressing data privacy and security, as well as increased data protection obligations imposed on merchants by credit card issuers. In addition, many jurisdictions in which we operate have already adopted breach of privacy and data security laws or regulations that require notification to consumers or employees if the security of their personal information is breached, among other requirements. Governmental focus on data security may lead to additional legislative action, and the increased emphasis on information security may lead to requests that we take additional measures to enhance security or restrict the manner in which we collect and use client and employee information. As a result, we may modify our business systems and practices with the goal of further improving data security, which would result in increased expenditures and operating complexity. Any compromise of our security or accidental loss or theft of client or employee data in our possession could result in a violation of applicable privacy and other laws, significant legal and financial exposure and damage to our reputation, which could adversely impact our business, financial condition, results of operations and the price of our Subordinate Voting Shares. Moreover, such mandatory disclosures are costly, could lead to negative publicity, and may cause our clients to lose confidence in the effectiveness of our data security measures.

In addition, as a result of COVID-19, a significant number of continuing functions are carried out by employees working from home or otherwise remotely. Remote working by employees, increased use of public Wi-Fi and use of office equipment off-premises has become necessary for the time being and may make our business more vulnerable to cybersecurity breach attempts. This period of uncertainty may also result in increases in phishing and other scams, fraud, money laundering, theft and other criminal activity.

— ***Our brand image and reputation may be negatively impacted by actions taken by suppliers, manufacturers and other third-party service providers.***

The actions and business practices of our suppliers, manufacturers and other third-party service providers may negatively impact our brand. We source the materials for our merchandise and our independent suppliers and manufacturers operate in overseas markets, including but not limited to, Cambodia, China, Peru, Portugal, Romania, Sri Lanka and Vietnam. Although our suppliers and manufacturers are subject to our Supplier Code of Conduct, which is reinforced through manufacturer factory audits by independent expert service providers for compliance with local laws and global standards, and through the disclosure of their environmental management practices and performance, we do not otherwise supervise or control our suppliers and manufacturers. Monitoring compliance of independent manufacturers is complicated by the fact that expectations of social and environmental best practices is continually evolving and may be substantially more demanding than applicable legal requirements and are driven in part by legal developments and by diverse groups active in publicizing and organizing public responses to social and environmental impacts or violations. Accordingly, we cannot predict how such expectations might develop in the future and cannot be certain that our guidelines would satisfy all parties who are active in monitoring and publicizing such violations in social, environmental and other business practices worldwide. Any failure by us, or by our suppliers or manufacturers, to maintain client service levels, merchandise quality and integrity, social and environmentally sustainable practices generally accepted in North America or in the countries our suppliers and manufacturers operate in, or socially and environmentally responsible operations could adversely affect our brand image and reputation.

Additionally, if we do not meet the transparency standards expected by parties active in promoting social and environmental business practices, we may attract negative publicity, regardless of whether the actual labour and other business practices adhered to by us and our suppliers and manufacturers satisfy substantive expectations of social and environmental business practices. Any negative publicity about, or significant damage to, our brand or reputation could negatively impact revenue, reduce employee morale and productivity and diminish client trust, any of which could harm our business, financial condition and results of operations.

We have also occasionally received, and may in the future continue to receive, some shipments of merchandise that fail to comply with our specifications or that fail to conform to our quality control standards. We have also received, and may in the future continue to receive, merchandise that either meets our specifications but that is nonetheless unacceptable to us, or products that are unacceptable to certain clients or to other members of the public. Under these circumstances, unless we are able to obtain replacement products in a timely manner, we risk the loss of revenue resulting from the inability to sell such merchandise and related increased administrative and shipping costs. Additionally, if the unacceptability of our merchandise is not discovered until after it is purchased or viewed by our clients or members of the public, our clients or members of the public could form unfavourable opinions of our merchandise, we could face a merchandise recall, our results of operations could suffer, and our reputation and brand could be harmed.

— ***Reputational risk as a result of our environmental, social, governance, or sustainability, responsibilities.***

Aritzia continuously monitors environmental, social, governance and sustainability issues that are important to our stakeholders. As a result, year over year we increase the level of investment in related activities to address these stakeholder expectations. However, if our ESG practices fall short of these standards and expectations as they continue to evolve, our brand, reputation and employee retention may be negatively impacted. Our ESG related impacts and priorities are present across our value chain. They include raw materials traceability and sourcing, third-party manufacturing, our own operations including boutiques, offices and DC, and our products' use and end of life impacts. It is possible that stakeholders may not be satisfied with our ESG practices or the speed of their adoption. We could also incur additional costs and require additional resources to monitor, report, and comply with various ESG expectations and requirements. Also, our failure, or perceived failure to do so could negatively impact our reputation, employee retention, and the willingness of our clients and suppliers to do business with us.

— ***We may be unable to protect our trademarks or other intellectual property rights, and may be subject to claims that we, or our suppliers, have infringed upon the trademarks or other intellectual property rights of third parties.***

We believe that our trademarks are integral to our boutiques and our eCommerce business and our success in building our brand image and client loyalty. We enter into confidentiality agreements and license agreements with employees, manufacturers and other third parties and we rely on trademark registrations and common law trademark and copyright rights to protect the distinctiveness of our brand and have registered those trademarks that we believe are important to our business in Canada and the United States. We have registered certain of our trademarks in several foreign countries to seek protection outside Canada and the United States, and may seek to expand these registrations in the future. However, international protection of our brand image and the use of these marks may be unavailable or could be limited. In some cases, there may be trademark owners who have prior rights to our marks because the laws of certain foreign countries may not protect intellectual property rights to the same extent as do the laws of Canada or the United States. In other cases, there may be holders who have prior rights to similar marks. We cannot assure you that our registrations will prevent imitation of our name, or exclusive brands, or the infringement of our other intellectual property rights by others within North America or elsewhere. Imitation of our brands in a manner that projects lesser quality or carries a negative connotation of our brand image could have an adverse effect on our business, brand image and reputation, financial condition and results of operations. Similarly, use of or negative publicity or events associated with our brand or trademarks in jurisdictions where our intellectual property rights are not protected may negatively affect our image and reputation in North America or elsewhere. If we fail to enforce or maintain any of our intellectual property rights, we may be unable to capitalize on our efforts to maintain and, in new markets, increase our brand equity.

We currently do not own any utility patents or exclusive intellectual property rights in the fabrics or processes used for our merchandise. Any such intellectual property rights to fabric construction, technology, and processes are owned or controlled by our suppliers and manufacturers and are generally not unique to us. As a result, our current and future competitors may be able to manufacture and sell merchandise with fabrications, characteristics and styling similar to our merchandise. Because some of our competitors may have greater financial, distribution, marketing and other resources than we do, they may be able to manufacture and sell merchandise based on our designs, fabrics and manufacturing processes at lower prices than we can. If our competitors do sell similar merchandise to ours at lower prices, our revenue and profitability could suffer.

Litigation may be necessary to protect and enforce our trademarks and other intellectual property rights, or to defend against claims brought by third parties. Although we are not aware of any current litigation claims relating to intellectual property, our internally designed merchandise or our marketing materials may, or may be in the future, be claimed to violate intellectual property rights of third parties. We also purchase certain finished merchandise that may be subject to design copyrights, design patents or otherwise may incorporate protected intellectual property and we do not independently investigate whether the suppliers legally hold the intellectual property rights to the merchandise sold to us.

Although we cannot currently estimate the likely outcome of any intellectual property-related claims or lawsuits, any such litigation or claims brought by or against us could result in substantial costs and diversion of our resources, which could have an adverse effect on our business, financial condition and results of operations. If disputes arise in the future, we may not be able to successfully resolve these types of conflicts to our satisfaction.

— ***Reputational risk as a result of third-party supplier social and environmental performance***

Aritzia has a robust workplace standards program and conducts supplier social performance audits, as well as environmental stewardship assessments. Aritzia regularly engage in non-compliance remediation when needed. However, by working with third-party suppliers, not owned or managed by Aritzia, Aritzia may risk facing reputational damage if suppliers perform poorly on social or environmental metrics. Suppliers, operating in countries including Cambodia, China, Peru, Portugal, Romania, Sri Lanka and Vietnam manufacture our products while we source raw materials and fabrics from countries including China, Italy, Japan, South Korea and Taiwan, amongst others. Local and

national labour and environmental laws, as well as the Aritzia Supplier Code of Conduct and other policies govern our suppliers. Aritzia conducts social performance audits and environmental performance assessments and engages in non-compliance remediation when necessary. Stakeholder expectations of supplier social and environmental practices may be substantially more demanding than applicable legal or domestic requirements. In addition, expectations may be driven by a diverse range of groups with varying interests. Accordingly, we cannot predict how such expectations might develop in the future and cannot be certain that our guidelines and third-party supplier performance would satisfy all stakeholders. This could subsequently result in brand trust or reputation erosion.

— ***Our business depends on a strong brand image, both for the Aritzia brand and our collection of exclusive brands, and if we are not able to protect and enhance our brands, our business may be negatively impacted.***

We believe that our brand image and brand awareness has contributed significantly to the success of our business and that maintaining and enhancing our brand image and increasing brand awareness in new markets where we have limited brand recognition is important to maintaining and expanding our client base. Maintaining and enhancing our brand image and increasing brand awareness may require us to make investments in areas such as merchandising, boutique development, employee training, public relations and marketing, as well as other costs associated with opening new boutiques and continuing to expand our eCommerce business. These investments may be substantial, and our efforts may not ultimately be successful.

Our brand image and reputation may be impacted by actions taken by our service providers, employees, characteristics of our product (including characteristics that may result in recalls), marketing activities and negative commentary or reviews. Widespread use and access to social media campaigns and viral messaging or imagery could significantly broaden the scope and impact of any such events or circumstances. Because consumers value readily available information about retailers and their products, they may act on information conveyed through social media without further investigation and without regard to its accuracy. The harm to our brand may be immediate without affording us an opportunity for redress or correction, and there can be no assurances that we will respond in an appropriate or timely manner.

— ***Brand and reputational risk resulting from influencers***

We increasingly leverage influencer relationships to further promote our brand and products. While we have a robust system in identifying and managing our partnerships, our brand and reputation may be negatively impacted as a result of influencers' social media engagements; publicized social, cultural and political beliefs; inauthentic use of our brand and products, morality conflicts; or ethical disputes. The harm to our brand and reputation may be immediate without affording us an opportunity to redress or correction, and there can be no assurance that we will respond in an appropriate or timely manner.

Operating Risks

Potential risk to Aritzia's sourcing, manufacturing, product, logistics, supply-chain, labour, compliance, sales channel operations, and IT systems that assure the Company's efficiency, profitability, and business continuity.

— ***If we lose the services of members of our management team or other key personnel or are unable to attract new team members who possess specialized market knowledge and technical skills, it could reduce our ability to compete and to manage our operations effectively.***

Our management team consists of a core group of senior executive officers. As a result of having a relatively small group of senior executive officers, the loss of the technical knowledge, management expertise and knowledge of our operations of one or more members of our team, including as a result of circumstances due to COVID-19 or other pandemics or similar crises, could result in a diversion of

management resources, as the remaining members of management would need to cover the duties of any senior executive who leaves us and would need to spend time usually reserved for managing our business to search for, hire and train new members of management. The failure to properly manage succession plans, develop leadership talent, and/or the loss of services of senior management or other key employees could significantly delay or prevent the achievement of our strategic objectives. Further, in connection with COVID-19 or other pandemics or similar crises, members of our management team (as well as other key personnel or members of our board of directors), may become subject to quarantine requirements or other restrictions with limited or no remote work capabilities due to travel or other mobility restrictions. We do not have key person life insurance policies for our management employees.

The loss of some or all of our management team or other key personnel, including our designers and managers of key functional areas, could negatively affect our ability to develop and pursue our growth strategy, which could adversely affect our business and financial condition. Any departures of key personnel could also be viewed in a negative light by investors and analysts, which could cause the market price of our Subordinate Voting Shares to decline.

Additionally, the market for key personnel in the industry in which we compete is highly competitive and not concentrated in Vancouver, British Columbia, the location of our support office. As a result, we may not be able to attract and retain key personnel with the skills and expertise necessary to manage our business and pursue our growth strategy.

— ***Our ability to obtain merchandise on a timely basis at competitive costs could suffer as a result of any deterioration or change in our supplier and manufacturer relationships or events that adversely affect our suppliers or manufacturers or cause disruptions in their businesses.***

Our suppliers and manufacturers are affected by, among other things, increases in labour and fuel costs, raw material prices, labour availability, labour disputes and disruptions, disruption by fire, regulatory changes, political or economic instability, natural disasters, global hostilities, global health crises and disease outbreaks (including COVID-19), weather trends, trade restrictions, tariffs, currency exchange rates, transport capacity and costs, logistical business interruptions, port delays, fuel and power availability, financial instability and other factors relating to foreign trade. These factors are beyond our control, may adversely affect our suppliers or manufacturers or cause disruptions to their businesses and may impact (and in the case of COVID-19, have already impacted) our ability to source and transport raw materials and finished merchandise and manufacture our merchandise on acceptable terms.

Most of our apparel products are currently manufactured for us outside of North America. Canada, the United States and the countries in which our products are produced or sold internationally have imposed and may impose additional quotas, duties, tariffs, or other restrictions or regulations, or may adversely adjust prevailing quota, duty or tariff levels. Trade restrictions, including tariffs, quotas, embargoes, sanctions, safeguards and customs restrictions, could increase the cost or reduce the supply of products available to us or may require us to modify our supply chain organization or other current business practices, any of which could harm our business, financial condition and results of operations.

We have a number of important supplier and manufacturer relationships that we believe provide us with a competitive advantage. Other than a manufacturing facility operated by CYC in Vancouver, British Columbia, we do not own or operate any manufacturing facilities. We primarily source fabrics, other materials and selected finished merchandise from third-party suppliers and work with third-party manufacturers to produce the majority of our merchandise. We do not have long-term contracts with our suppliers and manufacturers and we generally operate without any contractual assurances of continued supply or pricing. Any of our suppliers or manufacturers could discontinue their relationship with us, or cease to provide materials, merchandise or services on a satisfactory basis for a variety of reasons, including as a result of pandemics, including COVID-19 and other pandemics and similar crises.

The benefits we currently experience from our vendor relationships could be adversely affected if our

suppliers or manufacturers:

- choose to cease their relationship with us and we cannot replace those suppliers;
- raise the prices they charge us;
- change pricing terms to require us to pay earlier or upfront, including as a result of changes in the credit relationships some of our suppliers or manufacturers have with their various lending institutions;
- experience a business disruption driven by natural or anthropogenic hazards impacting their ability to operate or export;
- sell similar merchandise to our competitors with similar or better pricing, many of whom already purchase merchandise in significantly greater volume and, in some cases, at lower prices than we do; or
- lengthen their lead times.

We are continuing to monitor the impacts COVID-19 has had, and continues to have, on our global supply chain, including disruptions of product deliveries. We are collaborating with our third-party suppliers and manufacturers to mitigate significant delays in the delivery of merchandise, as certain factories have been closed and certain other factories are operating at a limited capacity. However, it is impossible to predict the impact of further global supply chain disruptions on our business over the next 12 months. There can be no assurance that we will be able to obtain desired merchandise in sufficient quantities on acceptable terms or at all in the future, especially if we need significantly greater amounts of inventory in connection with the growth of our business. We may need to explore the sourcing and manufacturing capabilities of new countries and develop relationships with new suppliers and manufacturers as our current sourcing and manufacturing countries, suppliers and manufacturers may be unable to supply us with and produce needed quantities and we may not be able to obtain the same terms from new suppliers and manufacturers.

If we are unable to obtain suitable merchandise in sufficient quantities, at acceptable prices with adequate delivery times due to the loss of or a deterioration or change in our relationship with one or more of our key suppliers or manufacturers or events harmful to our suppliers or manufacturers occur, it may adversely affect our business and results of operations.

- ***Our ability to manage our operations at our current size and to successfully execute on our growth strategies is subject to numerous risks and uncertainties, and any failure to do so could have a negative impact on the price of our Subordinate Voting Shares.***

The success of our growth strategies is dependent on, among other things, our ability to expand our boutique network (particularly in the United States), drive revenue growth through brand and product innovation, increase our brand awareness , grow our eCommerce business, and enhance long-term profitability through operating leverage and continuous improvement, as well as factors which are beyond our control, including general economic conditions and consumer confidence in future economic conditions, particularly in light of expected significant adverse impacts of COVID-19 on the global economy in general and on our short-to-medium term growth prospects in particular. If we fail to execute any one or more of these initiatives or fail to fully realize the benefits expected to result from these initiatives, our results of operations and our ability to remain competitive could be materially adversely impacted, and the price of our Subordinate Voting Shares could decline. Our results as of the date hereof are not an indication of future results, and there can be no assurance that these initiatives will generate increased revenue or improve operating margins even if we are to successfully implement our growth strategies.

Among other difficulties that we may encounter, this growth would place a strain on our existing infrastructure, including our distribution facilities, information technology systems, financial controls, real estate requirements and employee base and may make it more difficult for us to adequately

forecast expenditures. Our budgeting may become more complex, and we may also place increased burdens on our suppliers and manufacturers, or need to seek additional suppliers and manufacturers, as we would likely increase the size of our merchandise orders. The increased demands that our growth plans would place on our infrastructure and our management team may cause us to operate our business less efficiently, which could cause deterioration in our performance. New order delivery times could lengthen as a result of the strains that growth may place on our existing resources and our growth may make it otherwise difficult for us to respond quickly to changing trends, consumer preferences and other factors. This could result in excess or deficient inventory, greater markdowns, loss of market share and decreased revenue. We cannot anticipate all of the demands that expanding operations would impose on our business, and our failure to appropriately address these demands could have an adverse effect on us.

If we are unable to expand or update our eCommerce business commensurately with our competitors and client demand, manage shipping and successfully respond to the risks inherent to eCommerce, our financial results and the growth of our eCommerce business may be negatively impacted, and the price of our Subordinate Voting Shares could decline.

In addition, we believe that an important contributor to our success has been our corporate culture, which we believe fosters innovation, teamwork, passion for our brands and designs and personalized client service. As we grow, we must effectively integrate, develop and motivate a growing number of new employees. As a result, we may find it difficult to maintain our corporate culture, which could limit our ability to innovate and operate effectively. Any failure to preserve our culture could also negatively affect our ability to retain and recruit personnel, to perform at current levels or to execute on our growth strategies.

— ***There can be no assurance that we will successfully manage and grow our eCommerce business as planned.***

Growing our eCommerce business is essential to our growth strategy, as is expanding our product offerings available through this platform. The usability of and client experience provided by our eCommerce platform is critical to the success and growth of our eCommerce business. Any extended software disruption of our eCommerce business or the failure on our part to provide an attractive, effective, reliable, user-friendly eCommerce business that offers a wide assortment of merchandise with rapid delivery options and that continually meets the changing expectations of online clients could place us at a competitive disadvantage, result in the loss of revenue or harm our reputation with clients and could have a material adverse effect on our business and results of operations. We also depend on third-party service providers for our eCommerce platform and any service disruption on their part can affect our client's ability to access our website resulting in loss of revenue or harm our reputation.

The retail landscape is also quickly changing due to the rise of the digitally influenced shopping experience and the emergence of disruptive technologies, such as digital payments, drones, driverless cars and robotics. Any failure to adapt our business to recognize and manage this shift in a timely manner could adversely affect our operations or financial performance.

The growth of our eCommerce business is also dependent on our ability to successfully manage the costs, difficulties and competitive pressures associated with shipping, including inventory management and distribution, and compliance with governing statutes, laws, regulations and regulatory policies in the jurisdictions to which we ship, including laws governing the operating and marketing of eCommerce websites, as well as the collection, storage and use of information on consumers interacting with these websites. Other risks specific to our eCommerce business include diversion of revenue from our boutiques, difficulty in recreating the in-boutique experience through direct channels, our ability to successfully partner with third-party service providers including online distribution channels, and liability for online content.

— ***We are dependent on three distribution facilities, including two operated by third-party logistics providers. If one or more of our distribution facilities becomes inoperable, capacity is exceeded or if operations are disrupted, our business, financial condition and operating results could be negatively affected.***

We depend on the orderly operation of the receiving and distribution process, which relies on adherence to shipping schedules and effective management of distribution centres and sufficiently planned capacity. Although we believe that our receiving and distribution processes are efficient, and we have appropriate contingency plans, unforeseen disruptions in operations due to fire, severe weather conditions, natural disasters or other catastrophic events, global hostilities, global health crises, disease outbreaks (including COVID-19) terrorist attacks, electronic or power interruptions, failure of software and hardware or other system failures, human error, labour disagreements, shipping problems or other similar events may result in delays in the delivery of merchandise to our boutiques and eCommerce clients. As a result of COVID-19, we have implemented what we believe are leading health measures which have allowed our distribution centres to remain operational during these uncertain times. COVID-19 has also resulted in an increased demand across industries for distribution facilities to handle eCommerce growth. Given the increased demand and competition, as well as increasing costs, to secure distribution centres and overflow space generally, it may be difficult for us to expand our facilities in the future on acceptable terms or at all, negatively impacting our ability to fully meet the demands of our growing eCommerce business.

During Fiscal 2020, we completed the expansion of both of our third-party distribution centres in Mississauga, Ontario and Columbus, Ohio. In total, we added 177,000 square feet of space, representing an 80% increase in size for these facilities. These expansions supported both our growing retail and eCommerce businesses with added capacity to handle higher levels of throughput. In Fiscal 2022 we broke ground on a new facility we will be operating in Vaughan, Ontario that we will transition to from our current one in Mississauga, Ontario, expanding from a space of 150,000 square feet to 552,300 square feet. It is anticipated that the new facility will be operational by Fiscal 2024. We also have started retro-fitting work in our New Westminster, British Columbia and Columbus, Ohio distribution centres in order to expand capability and capacity to accommodate the surge of ecommerce growth without having to add more space. Any failure to expand our distribution capacity in a timely manner to keep pace with our growth could have an adverse effect on our business. In addition, these expansions allow us to have network flexibility so if one distribution centre is not operational, we can rely on the other distribution centres without much disruption.

Although we maintain business interruption insurance and property insurance, we cannot provide any assurance that our insurance coverage will adequately protect us from the adverse effects that could result from significant disruptions to our distribution system, such as the long-term loss of clients or an erosion of our brand, or that insurance proceeds will be paid to us in a timely manner. In addition, our distribution capacity is dependent on the timely performance of services by third parties, including the shipping of our products to and from our distribution facilities. At present, our distribution capacity is also dependent on our distribution centres remaining open and able to meet eCommerce demand including as a result of COVID-19. If we encounter issues with our distribution system as a result of COVID-19, our ability to meet eCommerce demand and satisfy client expectations, as well as our ability to manage inventory, complete sales and achieve objectives for operating efficiencies could be negatively impacted.

— ***We rely upon independent third-party transportation providers for all of our merchandise shipments.***

We currently rely upon independent third-party transportation providers for all of our inbound and outbound merchandise shipments, including shipments to our distribution centres, all of our boutiques and our eCommerce clients. Our use of such third-party transportation providers for shipments is subject to risks, including increases in fuel prices, which would increase our shipping costs (freight and delivery), labour disruptions, protests, inclement weather, transportation accidents, human error, sabotage, and shipment delays. Any unanticipated changes in our transportation providers, such as a result of a strike or other stoppages, could result in logistical difficulties that could adversely impact

deliveries and we may incur costs and expend resources in connection with such change. Moreover, we may not be able to obtain terms as favorable as those received from the third-party transportation providers we currently use, which may also result in increased costs. Lastly any issues with ports, rail systems or air systems, including any slowdowns, stoppages, or back-ups, including as a result of COVID-19, or other pandemics or similar crises, could adversely impact deliveries result in increased costs and drain on resources. COVID-19 has resulted in global logistical delays in merchandise shipment due to increased port traffic, a lack of labour due to individuals unable or unwilling to work and the significant increases in eCommerce generally. While we have attempted to mitigate such delays through relocating ports where possible and relying on air transportation to a greater extent, failure or continued failure of our third-party transportation providers to deliver our merchandise in a timely manner may negatively impact our ability to optimize merchandise offerings, client service levels, brand reputation and profitability.

— ***A failure to maintain an effective system of internal controls and enterprise risk management over business operations could harm our operational effectiveness, financial performance, and our ability to react to change.***

Our business operations are fast-paced, complex and inter-dependent. Failure to effectively identify and manage business operation risks by implementing and maintaining internal controls may result in operational inefficiencies, inventory shrinkage, loss of profitability, reputational damage, and impact our ability to react to business environment change or business continuity disruptions. While we have implemented an Enterprise Risk Management program to support leaders and management to identify and manage business operation risks, because of the infancy of the program and inherent limitations, internal business operations controls may not be effectively implemented or maintained. The inherent limitations include the realities that identification and assessment of risks can be faulty, and that controls may be breached because of simple errors or mistakes. Controls can also be circumvented by individual acts of certain persons, by collusion of two or more people or by management override of the controls. Furthermore, we do not expect that our ERM program will identify and mitigate all business operation risks. An ERM program, no matter how well designed and implemented, can provide only reasonable, not absolute assurance that business operations control's objectives will be met and sustained.

— ***Implementation and replacement of core information technology systems could disrupt our operations and adversely affect our financial results.***

We continue to invest in new and existing systems to further enhance our omni-channel operations and client relationship capabilities. These systems may cause delays or disruptions and may be used improperly, either of which might negatively impact our business, prospects, financial condition and results of operations. In Fiscal 2021, we also implemented a new Product Lifecycle Management System which consolidates and manages all of our product development data and tools into a single place to improve our focus on innovation and product quality, increase speed to market where appropriate, and ultimately optimize manufacturing costs. In Fiscal 2022 we implemented Blue Yonder to support our fulfilment process in our distribution centre in New Westminster, British Columbia and to enhance our supply chain system flexibility and scalability and to provide a strong foundation to support our boutique and eCommerce growth initiatives. During Fiscal 2022 and continuing into Fiscal 2023, we have started work and implemented certain capabilities in connection with our Omni Project which builds on the foundation of our point-of-sale system and our investment in digital selling tools to enable omni-channel capabilities such as store inventory visibility, buy online, ship from store and buy online, pickup in store.

The risks associated with the above information technology systems changes, as well as any failure of such systems to operate effectively, could adversely impact human capital management and the promptness and accuracy of our merchandise distribution, marketing activities, transaction processing and financial accounting and reporting capabilities. Internal controls over financial reporting, the efficiency of our operations and our ability to properly forecast earnings and cash requirements may be adversely affected, and we could be required to make significant additional expenditures to remediate

any such failures or problems.

Other companies may have experienced significant delays and cost overruns in implementing similar system changes, and we may encounter problems as well. Our planned investments in maintenance capital expenditures and infrastructure are forward-looking information and are based on opinions, estimates and assumptions that may prove incorrect. Actual costs may vary materially from those forecast in this Annual Information Form. Additional unforeseen costs in developing infrastructure, and other information technology improvements may adversely impact our business operations and profitability. We may not be able to successfully implement these new systems or, if implemented, we may still face unexpected disruptions in the future. Any resulting delays or disruptions could harm our business, prospects, financial condition and results of operations.

— ***We are subject to risks associated with leasing boutique and distribution centre space and are subject to a number of long-term non-cancelable leases with substantial lease payments. Any failure to make these lease payments when due, or the inability to extend, renew or continue to lease space in key locations, may likely harm our business, profitability and results of operations.***

We do not own any real estate. Instead, we lease all of our boutique locations, as well as our support offices and distribution facilities in the Greater Vancouver area, British Columbia and Vaughan, Ontario. Accordingly, we are subject to all of the risks associated with leasing and occupying real property, including adverse demographic and competitive changes affecting the location of the property, changes in availability of and contractual terms for leasable boutique space and potential liability for environmental conditions or personal injury claims.

A key driver to the success of any boutique is its location. There can be no assurance that our current boutique locations will continue to be desirable in the future, or that we will be able to secure new desirable locations in the future on favourable terms or at all. Boutique locations, client conversion and revenues may be adversely affected by, among other things, social and economic conditions in a particular area, competition from nearby retailers selling similar merchandise, changes in co-tenants that negatively impacts the desirability of our boutique locations, changing lifestyle choices of consumers in a particular market, redevelopment and the closing or decline in popularity of other businesses located near our boutique locations. Changes in areas around our boutique locations that result in reductions in client foot traffic or otherwise render the locations unsuitable could cause our revenue to be less than expected.

Our existing boutiques and Aritzia operated distribution centres are leased from third parties and have flexible lease commitments. However, there can be no assurances that we will be able to extend, renew or continue to lease our existing boutique locations, or identify and secure alternative suitable locations. Since the pandemic, we have reviewed our typical deal structure in our lease agreements to include a combination of fixed minimum and additional rent lease payments, variable rent for a portion of the lease term, or a portion of percentage rent only leases. Many of our lease agreements have defined escalating rent provisions over the initial term and any extensions. We have also negotiated multiple termination rights in our leases and improved force majeure provisions to include pandemics.

In addition, we could experience deleveraging in occupancy costs if long-term sales productivity declines.

We depend on cash flow from operations to pay our lease expenses and to fulfill our other cash needs. If our business does not generate sufficient cash flow from operating activities to fund these expenses and sufficient funds are not otherwise available to us, we may not be able to service our lease expenses, grow our business, respond to competitive challenges or fund our other liquidity and capital needs, which could harm our business. The foregoing is especially significant in light of COVID-19 and the precautionary measures we implemented including the temporary closures. There is significant uncertainty surrounding the consumer willingness to visit shopping malls and other pedestrian thoroughfares after any closure and subsequent re-opening. The impact of potential future closures on our current lease obligations remains uncertain and we may be limited in our ability to obtain rent abatements or landlord concessions of rent otherwise payable during the duration of the temporary

closures as well as after re-opening.

If an existing or future boutique is not profitable and we decide to close it, we may nonetheless be committed to perform our obligations under the applicable lease including, among other things, paying the total rent for the balance of the lease term, as well as the payment of additional charges and repayment of unamortized tenant allowances or inducements. Lastly, if we are not able to enter into new leases or renew existing leases on terms acceptable to us, this could have an adverse effect on our results of operations and profitability.

— ***Many of our business functions are centralized at our support office location. Disruptions to the operations at that location could have an adverse effect on our business.***

Our support office is located in Vancouver, British Columbia. We have centralized a large number of business functions at this location, including product and boutique design, client support, marketing and boutique management. Most of our senior management and critical resources dedicated to merchandising, financial and administrative functions, are located at the support office. If we were required to shut down the support office location for any reason, including fire, natural disasters, global hostilities, global health crises, disease outbreaks (including COVID-19) or civil disruptions, our management and our operations staff would need to find an alternative location, causing significant disruption and expense to our business and operations. For example, as a result of COVID-19, we have experienced an increase in the number of employees working from home or otherwise remotely. However, we have been able to mitigate disruption to changes in workplaces by implementing flexible workweeks and providing remote meeting capabilities.

— ***If we are unable to attract, motivate and retain quality style advisors, we may not be able to maintain a consistently high level of client service and grow or sustain our operations, and as a result our brand, business and financial results may be harmed.***

Our business is dependent on our ability to attract, motivate and retain a sufficient number of boutique employees, including boutique managers, who understand and appreciate our clients, brand and corporate culture, and are able to adequately and effectively represent our culture and establish credibility with our clients. Many of these employees are in entry level or part-time positions with historically high rates of turnover. There is also a high level of competition for experienced, qualified personnel in the retail industry and we compete for personnel with a variety of companies looking to hire for retail positions. Historically, we have prided ourselves on our commitment to employee growth and development and we focus on promoting from within our team. However, our growth plans will strain our ability to staff our new boutiques, particularly at the boutique manager level, which could have an adverse effect on our ability to maintain a cohesive and consistently strong team, which in turn could have an adverse impact on our business. If we are unable to attract, train and retain boutique personnel capable of consistently providing exceptional client service, as demonstrated by their enthusiasm for our culture and brand, understanding of our clients and knowledge of the merchandise we offer, our ability to open new boutiques may be impaired, the performance of our existing and new boutiques could be materially adversely affected and our brand image and our ability to implement our growth strategies may be negatively impacted.

— ***Evolving privacy laws and regulations may adversely affect our business.***

Laws and regulations related to data privacy and the collection, processing, and disclosure of consumer personal information are constantly evolving. Many of these laws and regulations, including Canada's Personal Information Protection and Electronic Documents Act ("PIPEDA") EU General Data Protection Regulation ("GDPR") and the California Consumer Privacy Act ("CCPA") require companies to satisfy new requirements regarding the handling of personal and sensitive data, including its use, protection, and the effectiveness of consumer consent. Some of these laws, such as the CCPA, permit individual or class action claims for certain alleged violations, increasing the likelihood of such legal claims. PIPEDA, CCPA, and other similar laws and regulations, as well as any associated inquiries or investigations or any other government actions, may be costly to comply with, increase our operating

costs, require significant management time and attention, and subject us to remedies that may harm our business, including fines, negative publicity, or demands or orders that we modify or cease existing business practices.

Our failure to comply with legal requirements around the security of personal information could lead to significant fines and penalties imposed by regulators, as well as claims by relevant stakeholders. These proceedings or violations could force us to spend money in defense or settlement of these proceedings, result in the imposition of monetary liability or injunctive relief, divert management's time and attention, increase our costs of doing business, and materially adversely affect our reputation and disrupt our operations. There can be no assurance that our existing insurance coverage will continue to be available on acceptable terms. The successful assertion of one or more large claims against us that exceeds our available insurance coverage, or changes in our insurance policies, including premium increases or the imposition of large deductible or co-insurance requirements, could have an adverse effect on our business, financial condition and results of operations.

— ***Union attempts to organize our employees could negatively affect our business.***

None of our employees are currently subject to a collective bargaining agreement. Should any portion of our employee base attempt to unionize, the successful negotiation of a collective bargaining agreement cannot be assured.

The maintenance of a productive and efficient labour environment and, in the event of unionization of these employees, cannot be assured. Protracted and extensive work stoppages or labour disruptions such as strikes or lockouts could have a material adverse effect on our business, financial condition and results of operations.

— ***A failure to reduce operating expenses in a timely manner in response to changes in our business could adversely affect our results of operations.***

Our business and results of operations are sensitive to a number of factors, both within and outside our control. In the event of a sustained reduction in revenue, for whatever reason, it may be necessary to implement an expense reduction plan. The successful implementation of an expense reduction plan, if and when deemed advisable by management, depends on many factors, including our ability to identify the need for such a plan in a timely manner, to effectively implement such plan, as well as certain factors which are beyond our control, including economic conditions, labour market conditions, ability to maintain our management team to implement our plan, and any one of these factors or other unforeseen factors could have a material adverse effect on our ability to implement any targeted cost savings to stabilize our results of operations.

— ***We are subject to complex and changing laws and regulations, which may expose us to liability, increased costs or have other adverse effects that could harm our business.***

We are subject to customs, tax, labour and employment, human rights, health and safety, cyber and data security, privacy, environmental, advertising, competition, product safety and other laws, including consumer protection regulations and zoning and occupancy ordinances that regulate retailers generally and/or govern the importation, promotion and sale of merchandise and the operation of our boutiques, offices and distribution facilities. Although we have measures designed to ensure compliance with governing statutes, laws, regulations and regulatory policies in the jurisdictions in which we conduct business, there is no assurance that we will be in compliance at all times. If our management, employees, contractors, suppliers, manufacturers or others fail to comply with any of these laws or regulations for any reason, we could become subject to enforcement actions or the imposition of significant penalties or claims, or suffer reputational harm, any of which could adversely affect our business. Additionally, although we undertake to monitor applicable laws, it is possible changes may be implemented or new laws or regulations may be introduced without our knowledge, creating a greater risk of non-compliance. The adoption of new laws or regulations or requirements for public companies or changes in the interpretation of existing laws or regulations may result in increased

compliance costs and could make the ordinary conduct of our business more expensive or require us to change the way we do business. It is difficult for us to plan and prepare for potential changes to applicable laws, and future actions or expenses related to any such changes could be material to us. Political and economic factors could also lead to unfavourable changes in trade and tax laws, which may increase our tax liabilities and could have a material adverse effect on our businesses and results of operations.

Further, there is continued uncertainty as to the ultimate scope and duration of the COVID-19 pandemic and, as a result, government authorities have taken and are expected to continue to take actions to mitigate the spread of COVID-19 which could have a material adverse impact on our business and results of operations. We continue to monitor these actions and changes in laws and will adjust our business and operations accordingly.

These laws are continuously evolving, particularly as they relate to internet and multi-channel commerce platforms as many of these laws do not address the unique issues raised by online platforms and eCommerce. New laws governing online platforms, potential amendments to existing laws, and ongoing regulatory and judicial interpretation of existing laws imposing liability on online platforms for conduct by or content from customers of a platform may be interpreted overly-broadly or in a manner that restricts the scope of applicable protections and create liability, costs or uncertainty for our business. Additionally, if third parties with whom we work violate applicable laws those violations could result in other liabilities for us and could harm our business. Such violations may also negatively impact our reputation and brand in ways that could cause additional harm to our business.

— ***Our financial performance may be impacted by inventory shrinkage.***

We are subject to the risk of inventory loss and administrative errors, including mishandling, damage, and internal and external theft and fraud. Inventory shrinkage is a cost of doing business for retailers. Although we have and continue to implement processes to limit inventory loss, if we experience higher rates of inventory shrinkage or incur increased security costs to manage inventory, our financial performance could be adversely affected.

— ***We are subject to insurance-related risks.***

We believe that we maintain insurance customary for businesses of our size and type, including liability insurance, property and business interruption insurance, directors' and officers' insurance, and cyber liability insurance, with deductibles, self-insured retentions, limits of liability and similar provisions. However, there is no guarantee that our insurance coverage will be sufficient to cover our liabilities, or that insurance proceeds will be paid to us on a timely basis. In addition, there are types of losses we may incur but against which we cannot be insured or which we believe are not economically reasonable to insure. If we incur these losses and they are material, our business, financial condition and results of operations may be adversely affected. Also, certain material events may result in sizable losses for the insurance industry and materially adversely impact the availability of adequate insurance coverage or result in significant premium increases. Accordingly, we may elect to self-insure, accept higher deductibles or reduce the amount of coverage in response to such market changes. Even though we believe that we maintain insurance customary for businesses of our size and type, in the event an insurance provider disagrees with whether a claimed loss is covered by such insurance, there is uncertainty with respect to how the courts will interpret the insurance provisions in our policies. As a result, the coverage that we carry may not be adequate to compensate us fully or at all for losses that occur.

— ***We are subject to payment-related risks.***

We accept payments using a variety of methods, including credit cards, debit cards, PayPal, Apple Pay, Afterpay and gift cards. For existing and future payment methods we offer to our clients, we may become subject to additional regulations and compliance requirements, as well as fraud and reliance on third-party service providers. For certain payment methods, including credit and debit cards, we pay interchange and other fees, which may increase over time, raising our operating costs and lowering

profitability. We rely on third-party service providers for payment processing services, including the processing of credit and debit cards. Our business may be negatively affected if these third-party service providers become unwilling or unable to provide these services to us. We are also subject to payment card brand operating rules, including the Payment Card Industry Data Security Standard, certification requirements and rules governing electronic funds transfers. If we fail to comply with these rules or requirements, or if our data security systems are breached or compromised, we may be liable for card issuing banks' costs, subject to fines and higher transaction fees and/or lose our ability to accept credit and debit card payments from our clients and process electronic funds transfers or facilitate other types of payments, and our business and operating results could be adversely affected.

— ***Operational and business impacts of climate change***

We believe climate change is a real global risk and we take it very seriously. As climate change accelerates, its impacts to businesses and their supply chains are becoming more widespread and unpredictable. Both its short term and long-term impacts are uncertain but could have negative results for Aritzia both operationally and financially. The physical impacts of long-term changes in weather patterns that lead to flooding, rising sea levels as well as diminishing fresh water availability may impact operations and supply chains in the textile manufacturing industry as well as the global logistics, distribution and retail operations. Furthermore, the growing incidences of severe weather-related events may curtail, extend, or eliminate fashion seasons impacting retail timing, stock freshness and customer purchasing forecasts. Climate change related transition risks are also growing in many countries, as governmental bodies are enacting new legislation and regulations to reduce or mitigate the potential impacts of climate change. If Aritzia or our suppliers, or our manufacturers are required to comply with these laws and regulations, or if we choose to take voluntary steps to reduce or mitigate our impact on climate change, we may experience increases in energy, production, transportation, and raw material costs, capital expenditures, or insurance premiums and deductibles. Varied legislation and regulations across jurisdictions may also make it more challenging and affect the costs of compliance with such laws and regulations. Any assessment of the potential impact of future climate change legislation, regulations or industry standards, as well as any international treaties and accords, is uncertain given the wide scope of potential regulatory change.

— ***Parties with whom we do business with may be subject to insolvency risks or may otherwise become unable or unwilling to perform their obligations to us.***

We are party to contracts, transactions and business relationships with various third parties, pursuant to which such third parties have performance, payment and other obligations to us. If any of these third parties were to become subject to bankruptcy, receivership or similar proceedings, our rights and benefits in relation to our contracts, transactions and business relationships with such third parties could be terminated, modified in a manner adverse to us, or otherwise impaired. We cannot make any assurances that we would be able to arrange for alternate or replacement contracts, transactions or business relationships on terms as favorable as our existing contracts, transactions or business relationships, if at all. Any inability on our part to do so could have a material adverse effect on our business and results of operations.

Financial Risks

Potential risk to Aritzia's cash and credit management, internal controls, tax strategies, financial comparability, profitability, and revenue/income generation, and potential risks associated with shareholder ownership.

— ***We will require significant capital to fund our expanding business, which may not be available to us on satisfactory terms or at all. While we plan to use cash from operations and our revolving credit facility to fund our operations and execute our growth strategies, if we are unable to maintain sufficient levels of cash flow, we may not meet our growth expectations or we may***

require additional financing which could adversely affect our financial health and impose covenants that limit our business activities, as well as cause dilution to existing Shareholders.

We continue to have a focus on growth and expansion, including the expansion of our eCommerce business, our boutique network, our distribution centres and distribution channels and the upgrade of our information technology systems and other infrastructure as opportunities arise. The timeframe for expanding our boutique network and our eCommerce business may need to be adjusted, may not be successful, may depend on our ability to successfully partner with third-party service providers and the implementation of these plans may not result in expected increases in our net revenue even though they increase our costs. We rely on various third-party software providers for our eCommerce and information technology infrastructure and if such service providers go out of business or our partnership with such service providers is affected negatively, this can affect our growth strategies and our ability to increase revenues. To support our expanding business and execute on our growth strategies, we will require significant capital.

We primarily depend on cash flow from operations and our Revolving Credit Facility (as defined below) to fund our business and growth plans. If our business does not generate sufficient cash flow from operations to fund these activities, and sufficient funds are not otherwise available to us from our Revolving Credit Facility, we may need additional equity or debt financing. If such financing is not available to us, or is not available on satisfactory terms, our ability to operate and expand our business or respond to competitive pressures would be curtailed and we may need to delay, limit or eliminate expansion plans or operations or other elements of our growth strategies. Potential future temporary closures resulting from COVID-19, or for other reasons, could affect our ability to execute on our growth strategies and initiatives in the expected time frame.

The issuance of additional Subordinate Voting Shares under any equity financing may have a dilutive effect on the interests of Shareholders. The number of Subordinate Voting Shares that we are authorized to issue is unlimited. We may, in our sole discretion, subject to applicable law and the rules of the TSX, issue additional Subordinate Voting Shares from time to time (including pursuant to any equity-based compensation plans), and the interests of Shareholders may be diluted as a result.

— ***We may be unable to continue to grow revenue levels or meet other financial targets, which could cause the price of our Subordinate Voting Shares to decline.***

Our success depends, in part, upon our ability to improve comparable sales and achieve revenue and other financial targets for our boutiques and eCommerce business. Various factors affect revenue levels, including competition, consumer trends and preferences, the general economic and retail environment, anthropogenic and natural disasters, disease outbreaks (including COVID-19), our ability to efficiently source and distribute products, brand innovation and changes in our merchandising mix, the timing of release of new merchandise and promotional events, the success of marketing programs, prior period revenue levels, inventory shrinkage, the timing and amount of markdowns, weather conditions and changes in the other tenants in the shopping centres or other locations in which our boutiques are located. These factors may cause our revenue results to differ materially from prior periods and from expectations. Past revenue and other financial results are no indication of future results, and there can be no assurance that our revenue levels will not decrease in the future. We have made and intend to continue to make significant capital investments over the long-term to increase Comparable Sales Growth by focusing on brand and product innovation and enhancing boutique layout, merchandise and product offerings and presentation. Failure to grow comparable sales, meet other financial targets or meet expectations could adversely affect our revenue, and the price of our Subordinate Voting Shares could decline.

— ***Increases in the cost of the raw materials or other inputs used in the production, manufacturing and transportation of our merchandise or import taxes and duties could result in increases in our cost of goods sold and adversely affect our financial results.***

Fluctuations in the cost, availability and quality of the fabrics or other raw materials, particularly cotton, wool, down, silk and synthetics used in our manufactured apparel, could have a material adverse effect on cost of goods sold or our ability to meet client demands. The prices of fabrics depend largely on the

market prices of the raw materials used to produce them. The price and availability of the raw materials and, in turn, the fabrics used in our apparel, may fluctuate significantly depending on many factors, including inflationary pressures, weather patterns, environmental patterns, crop yields, labour costs, tariff rates, foreign currency exchange rates and changes in oil prices. Further, freight cost is impacted by changes in fuel prices. Fuel prices affect freight cost both on inbound freight from manufacturers to the distribution centres and outbound freight from the distribution centres to our boutiques and eCommerce clients. Increased fabric, material, import taxes and duties and transport costs increase our cost of goods sold and could impair our ability to meet production or purchasing requirements in a timely manner. An inability to mitigate these cost increases could lead us to attempt to pass on such cost increases to our clients through boutique price increases on our merchandise, which could adversely affect our revenue volume. It could also lead to a change in our merchandise mix or inventory levels, which could result in a decrease in our profitability.

The U.S. and Canada have imposed and may impose additional quotas, duties, tariffs, sanctions or other restrictions or regulations, or may adversely adjust prevailing quota, duty or tariff levels. Countries impose, modify and remove tariffs and other trade restrictions in response to a diverse array of factors, including global and national economic and political conditions, which make it impossible for us to predict future developments regarding tariffs and other trade restrictions. Trade restrictions, including tariffs, quotas, embargoes, safeguards, and customs restrictions, could increase the cost or reduce the supply of products available to us or may require us to modify our supply chain or other current business practices, any of which could harm our business, financial condition and results of operations as a result of the fact, among others, that we currently source the materials for our merchandise and our independent suppliers and manufacturers operate in overseas markets, including but not limited to, Cambodia, China, Peru, Portugal, Romania, Sri Lanka and Vietnam.

We are dependent on international trade relations, agreements and regulations. The United States is Canada's largest trading and investment partner, and as a result the Canadian economy is significantly affected by developments in the U.S. economy. Since the implementation of the North American Free Trade Agreement (“NAFTA”) in 1994 among Canada, the U.S. and Mexico, total merchandise trade among the three countries has increased. Notwithstanding the implementation of the United States-Mexico-Canada Agreement (“USMCA”) in 2020 which replaced NAFTA, there remains uncertainty with respect to the impact of USMCA’s underlying rules and principles. Changes in U.S.-Canada or U.S.-China trade relations and changes to U.S. tax or other laws (including new or changes in regulations promulgated by the U.S. Internal Revenue Service and the U.S. Department of the Treasury) as well as changes in Canadian or Chinese laws and regulations, such as the imposition of or increase in tariffs or other trade barriers, could materially and adversely impact our effective tax rate, increase our costs and reduce the competitiveness of our products.

— ***Fluctuations in the value of the Canadian dollar in relation to the U.S. dollar and other currencies and fluctuations in materials costs and inflation may impact our operating and financial results and may affect the comparability of our results between financial periods.***

We are exposed to market risks attributable to fluctuations in foreign currency exchange rates, primarily changes in the value of the Canadian dollar versus the U.S. dollar. Exchange rate fluctuations could have an adverse effect on our operating and financial results.

The majority of our revenue is derived in Canadian dollars while the vast majority of our cost of goods sold is denominated in U.S. dollars, which could cause an impact to our cost of goods sold following changes in the value of the Canadian dollar against the U.S. dollar. In the future, we expect to continue to derive a significant portion of our revenue in Canadian dollars and incur a significant portion of our cost of goods sold and operating costs in U.S. dollars, and changes in exchange rates between the Canadian dollar and the U.S. dollar may have a significant, and potentially adverse, effect on our results of operations.

Our consolidated financial statements are presented in accordance with IFRS, and we report, and will continue to report, our results in Canadian dollars, our functional currency. Our U.S. operations have a functional currency of U.S. dollars and are translated into Canadian dollars at each reporting period, with the resulting unrealized translation gains or losses included in other comprehensive income (loss).

Any change in the value of the U.S. dollar against the Canadian dollar during a given financial reporting period may cause our reported earnings to fluctuate materially and may not be comparable from period to period.

Global economies are currently experiencing elevated inflation which could curtail levels of economic activities. This inflation is predominantly driven by costs of goods as input costs continue to increase with the overall increase in costs caused by several external factors including but not limited to general uncertainties caused by global supply chain constrictions, rising energy prices and the global COVID-19 pandemic. As such, inflation, supply shortages or increases in demand could impact our economic performance and our operations could be affected should interest rates, inflation or unemployment levels reach levels that adversely impact consumer trends and spending and, consequently, impact our sales and profitability. We may also not be able to effectively or successfully address such risks and uncertainties or successfully implement operating strategies to mitigate the impact of such risks and uncertainties.

— ***Our net revenue and inventory purchases fluctuate on a seasonal basis, which could adversely affect our business and financial condition.***

Our business is seasonal, with a higher proportion of net revenue and operating cash flows historically generated during the second half of the fiscal year, which includes the back-to-school and holiday seasons. We also have higher working capital requirements in the periods preceding the launch of new seasons as we receive and pay for new inventory. This seasonality in revenue, cash flows and expenses may impact the comparability of our results of operations and could adversely affect our business and financial condition. Seasonal or cyclical variations in our business may become more pronounced over time and may harm our results of operations in the future.

Our quarterly results of operations may also fluctuate significantly as a result of a variety of other factors, including, among other things, the following: the timing of new boutique openings; net revenue and profits contributed by new boutiques; increases or decreases in comparable sales; changes in our product mix; and the timing of new advertising and new brand or product introductions.

As a result of these seasonal and quarterly fluctuations, we believe that comparisons of our operating results between different quarters within a single fiscal year are not necessarily meaningful and that these comparisons cannot be relied upon as indicators of our future performance.

Any future seasonal or quarterly fluctuations in our results of operations may not match the expectations of market analysts and investors. Disappointing quarterly results could cause the price of our Subordinate Voting Shares to decline. Seasonal or quarterly factors in our business and results of operations may also make it more difficult for market analysts and investors to assess the longer-term profitability and strength of our business at any particular point, which could lead to increased volatility in the price of our Subordinate Voting Shares. Increased volatility could cause the price of our Subordinate Voting Shares to suffer in comparison to less volatile investments.

— ***Increases in the cost of employee benefits could impact our financial results and cash flow.***

Unfavourable changes in the cost of employee health benefits could negatively affect our financial results and cash flow. Healthcare costs have risen significantly in recent years in the United States, and recent legislative and private sector initiatives regarding healthcare reform have resulted and could continue to result in significant changes to the U.S. healthcare system in particular. Due to uncertainty regarding legislative or regulatory changes, we are not able to fully determine the impact that future healthcare reform will have on our company-sponsored medical plans. Furthermore, the prevalence of COVID-19 will likely increase private healthcare costs as more people will have to rely on their healthcare coverage and governments implementing COVID-19 related healthcare legislation and employer requirements.

— ***The terms of our Revolving Credit Facility do, and any additional debt financing may, restrict our current and future operations, which could adversely affect our ability to manage our operations and respond to changes in our business.***

We may incur indebtedness under the Revolving Credit Facility (as defined under "Material Contracts – The Credit Agreement") in the future. We are exposed to changes in interest rates on our cash and cash equivalents, bank indebtedness and long-term debt. The Revolving Credit Facility allow us to borrow at variable rates of interest. Debt issued at variable rates would expose us to cash flow interest rate risk while debt issued at fixed rates would expose us to fair value interest rate risk. If interest rates were to increase, interest payments could increase even though the amount borrowed does not change given our variable rate borrowings. In addition, our current and future interest payments need to be paid when due, and could require us to divert funds identified for other purposes to debt service and could create additional cash demands or impair our liquidity position and add financial risk for us. Diverting funds identified for other purposes for debt service may adversely affect our business and growth prospects. If we cannot generate sufficient cash flow from operations to service our debt, particularly in light of the temporary closures, we may need to refinance our debt, dispose of assets, reduce or delay expenditures or issue equity to obtain necessary funds. We do not know whether we would be able to take any of these actions on a timely basis, on terms satisfactory to us, or at all. In particular, the current market volatility and economic downturn as a result of COVID-19 may adversely impact the rates at which we are able to borrow and our ability to borrow under the Credit Agreement in the future, or pursuant to other available sources. In addition, in light of the impacts to our ability to generate cash from operations during COVID-19, our results may be further negatively impacted by our payment obligations (including interest) with respect to our outstanding borrowings.

Our Credit Agreement contains restrictive, financial and other covenants which affect, among other things, the manner in which we may structure or operate our business. A failure by us to comply with our contractual obligations (including restrictive, financial and other covenants), or to pay our indebtedness and fixed costs under our current or future financing arrangements, including as a result of COVID-19, could result in a variety of material adverse consequences, including the acceleration of our indebtedness and the exercise of remedies by our creditors, and such defaults could trigger defaults under other agreements. In such a situation, it is unlikely that we would be able to repay the accelerated indebtedness or fulfill our obligations under certain agreements, or otherwise cover our fixed costs, and our future financial condition would be materially adversely affected.

Our degree of leverage could have a material adverse effect on our business and results of operations, including: limiting our ability to obtain additional financing for working capital, capital expenditures, debt service requirements, acquisitions and general corporate or other purposes; restricting our flexibility and discretion to operate our business; limiting our ability to declare dividends on our securities; having to dedicate a portion of our cash flows from operations to the payment of interest on our existing indebtedness and not having such cash flows available for other purposes; exposing our business to debt capital market risks, including interest rate risk and refinancing risk at maturity; exposing us to increased interest expense on borrowings at variable rates; limiting our ability to adjust to changing market conditions; placing us at a competitive disadvantage compared to our competitors that have less debt; making us vulnerable in a downturn in general economic conditions; and making us unable to make expenditures that are important to our growth strategies.

— ***We may be subject to additional taxes, which could affect our operating results.***

We may be subject to assessments for additional taxes, including sales taxes, which could reduce our operating results. In determining our tax payment, collection and/or remittance, in taxing jurisdictions where we may or may not maintain a physical presence in accordance with current law, we are required to take various tax accounting and reporting positions on matters that are not entirely free from doubt and for which we have not received rulings from the governing authorities.

While we believe that we have appropriately remitted all taxes based on our interpretation of applicable law, it is possible that some taxing jurisdictions may attempt to assess additional taxes and penalties on us if the applicable authorities do not agree with our positions. A successful challenge by a tax authority, through asserting either an error in our calculation, or a change in the application of law or

an interpretation of the law that differs from our own, could adversely affect the results of operations

— ***A failure to maintain an effective system of internal controls over financial reporting could harm our financial performance, our ability to raise capital and our listing on the TSX.***

We are responsible for establishing and maintaining adequate internal control over financial reporting, which is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. Due to inherent limitations, any control, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and may not prevent or detect misstatements. Additionally, management is required to use judgment in evaluating controls and procedures. Also, projections of any evaluation of effectiveness to future periods are subject to risk that controls may become inadequate because of changes in conditions, including as a result of COVID-19, or that the degree of compliance with the policies or procedures may deteriorate. A failure to prevent or detect errors or misstatements may result in a decline in the price of our Subordinate Voting Shares and harm our ability to raise capital in the future.

If our management is unable to certify the effectiveness of our internal controls or if material weaknesses in our internal controls are identified, we could be subject to regulatory scrutiny and a loss of public confidence, which could harm our business and cause a decline in the price of our Subordinate Voting Shares. In addition, if we do not maintain adequate financial and management personnel, processes and controls, we may not be able to accurately report our financial performance on a timely basis. If any existing control cannot be performed, management may need to identify alternative appropriately designed controls to compensate, which could divert management resources. All of the foregoing could cause a decline in the price of our Subordinate Voting Shares and harm our ability to raise capital.

Failure to accurately report our financial performance on a timely basis could also jeopardize our listing on the TSX or any other stock exchange on which our Subordinate Voting Shares may be listed. Delisting of our Subordinate Voting Shares on any exchange would reduce the liquidity of the market for our Subordinate Voting Shares, which would reduce the price of and increase the volatility of the price of our Subordinate Voting Shares.

We do not expect that our disclosure controls and procedures and internal controls over financial reporting will prevent all error or fraud. A control system, no matter how well-designed and operated, can provide only reasonable, not absolute, assurance that the control system's objectives will be met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Due to the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues within an organization are detected. The inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple errors or mistakes. Controls can also be circumvented by individual acts of certain persons, by collusion of two or more people or by management override of the controls. Due to the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and may not be detected in a timely manner or at all. If we cannot provide reliable financial reports or prevent fraud, our reputation and operating results could be materially adversely affected, which could also cause investors to lose confidence in our reported financial information, which in turn could result in a reduction in the trading price of the Subordinate Voting Shares.

— ***Changes in accounting standards and subjective assumptions, estimates and judgments by management related to complex accounting matters could significantly affect our reported financial results or financial condition.***

Generally accepted accounting principles and related accounting pronouncements, implementation guidelines and interpretations with regard to a wide range of matters that are relevant to our business, including but not limited to revenue recognition, impairment of assets, leases, inventory, income taxes and litigation, are highly complex and involve many subjective assumptions, estimates and judgments.

Changes in these rules or their interpretation or changes in underlying assumptions, estimates or judgments could significantly change our reported financial performance or financial condition in accordance with generally accepted accounting principles.

— **Risks Related to Ownership of Our Shares**

Our dual class structure has the effect of concentrating voting control with certain Shareholders.

Our Multiple Voting Shares have ten votes per share and our Subordinate Voting Shares have one vote per share. The Hill Shareholders holds all of our issued and outstanding Multiple Voting Shares and has the right to nominate one director to our board of directors (our "**Board**") under the Investor Rights Agreement (as defined below). As at May 4, 2022, the Hill Shareholders has approximately 19.7% of our total issued and outstanding Shares and approximately 71.1% of the voting power attached to all of the Shares. As a result, the Hill Shareholders has a significant influence over us, including election of directors and significant corporate transactions.

In addition, because of the 10-to-1 voting ratio between our Multiple Voting Shares and Subordinate Voting Shares, the Hill Shareholders will continue to control a majority of the combined voting power of our voting Shares even where the Multiple Voting Shares represent a substantially reduced percentage of our total outstanding Shares. The concentrated voting control of holders of our Multiple Voting Shares will limit the ability of holders of Subordinate Voting Shares to influence corporate matters for the foreseeable future, including the election of directors as well as with respect to decisions regarding amendment of our share capital, creating and issuing additional classes of shares, making significant acquisitions, selling significant assets or parts of our business, merging with other companies and undertaking other significant transactions. As a result, holders of Multiple Voting Shares will have the ability to influence many matters affecting us and actions may be taken that holders of Subordinate Voting Shares may not view as beneficial. The market price of our Subordinate Voting Shares could be adversely affected due to the significant influence and voting power of the Hill Shareholders. Additionally, the significant voting interest of Hill Shareholders may discourage transactions involving a change of control, including transactions in which an investor, as a holder of the Subordinate Voting Shares, might otherwise receive a premium for the Subordinate Voting Shares over the then-current market price, or discourage competing proposals if a going private transaction is proposed by one or more holders of Multiple Voting Shares.

— ***Any issuance of preferred shares could make it difficult for another company to acquire us or could otherwise adversely affect holders of our Shares, which could depress the price of our Subordinate Voting Shares.***

Our Board has the authority to issue preferred shares and to determine the preferences, limitations and relative rights of preferred shares and to fix the number of shares constituting any series and the designation of such series, without any further vote or action by our Shareholders. Our preferred shares could be issued with liquidation, dividend and other rights superior to the rights of our Shares. The potential issuance of preferred shares may delay or prevent a change in control of us, discourage bids for our Shares at a premium over the market price and adversely affect the market price and other rights of the holders of our Shares.

— ***Future sales of our securities by existing Shareholders or by us could cause the market price for our Subordinate Voting Shares to fall.***

Sales of a substantial number of our Subordinate Voting Shares in the public market could occur at any time. These sales, or the market perception that the holders of a large number of Subordinate Voting Shares intend to sell Subordinate Voting Shares, could significantly reduce the market price of our Subordinate Voting Shares and the market price could decline. We cannot predict the effect, if any, that future public sales of these securities or the availability of these securities for sale will have on the market price of our Subordinate Voting Shares. If the market price of our Subordinate Voting Shares was to drop as a result, this might impede our ability to raise additional capital and might cause

remaining Shareholders to lose all or part of their investments.

In addition, certain of our Shareholders have certain rights under the Second Amended and Restated Registration Rights Agreement to require us to file a prospectus covering their registrable securities or to include their registrable securities in prospectuses that we may file for ourselves or on behalf of other Shareholders.

The intentions of the Hill Shareholders regarding their long-term economic ownership are subject to change, with the result that such Shareholders may sell more or less Subordinate Voting Shares than currently intended. Factors that could cause the Hill Shareholders' current intentions to change include changes in the personal circumstances of Brian Hill or his family or estate planning for Brian Hill, our succession planning or changes in our management, changes in tax laws, market conditions and our financial performance.

Further, we cannot predict the size of future issuances of our Subordinate Voting Shares or the effect, if any, that future issuances and sales of our Subordinate Voting Shares will have on the market price of our Subordinate Voting Shares. Sales of substantial amounts of our Subordinate Voting Shares, or the perception that such sales could occur, may adversely affect prevailing market prices for our Subordinate Voting Shares.

— ***The market price for Subordinate Voting Shares may be volatile and your investment could suffer a decline in value.***

The market price of our Subordinate Voting Shares could be subject to significant fluctuations which could materially reduce the market price of our Subordinate Voting Shares regardless of our operating performance. In addition to the other risk factors described in this section of this Annual Information Form, such factors include actual or anticipated changes or fluctuations in our operating results, adverse market reaction to any indebtedness we may incur or securities we may issue in the future, litigation or regulatory action, breaches of security or privacy incidents, significant acquisitions, business combinations or other strategic actions or capital commitments by or involving us or our competitors, sales of our securities by the Hill Shareholders, changes in general political, economic, industry and market conditions and trends, recruitment or departure of key personnel and investors' general perception and reactions to our public disclosure and filings.

In addition, broad market and industry factors may harm the market price of our Subordinate Voting Shares. As a result, the market price of our Subordinate Voting Shares may fluctuate based upon factors external to us and that may have little or nothing to do with us, including expectations of market analysts, positive or negative recommendations or withdrawal of research coverage by analysts, publication of research reports or news stories about us, our competitors or our industry and changes in general political, economic, industry and market conditions and trends.

— ***If securities or industry analysts cease to publish research or publish inaccurate or unfavourable research about us or our business, our trading price and volume could decline.***

The trading market for our Subordinate Voting Shares depends in part on the research and reports that securities or industry analysts publish about us or our business. If one or more of the analysts who cover us downgrade our Subordinate Voting Shares or publish inaccurate or unfavourable research about our business, our trading price may decline. If one or more of these analysts cease coverage of us or fail to publish reports on us regularly, demand for our Subordinate Voting Shares could decrease, which could cause our trading price and volume to decline.

— ***The actions of activist stockholders could negatively impact our business and such activism could cause the price of our Subordinate Voting Shares to decline.***

We may be subject to legal and business challenges in the operation of our business due to actions instituted by activist shareholders or others. Responding to such actions can be costly and time-consuming, disrupting our operations and diverting the attention of management and our employees. Such investor activism could result in uncertainty of the direction of Aritzia, substantial costs and

diversion of management's attention and resources, which could harm our business, hinder execution of our business strategy and initiatives, create adverse volatility in the market price and trading volume of our Subordinate Voting Shares, and make it difficult to attract and retain qualified personnel and business partners. In addition, a proxy contest for the election of directors at our annual meeting would require us to incur significant legal fees and proxy solicitation expenses and require significant time and attention by management and our Board.

— ***We do not expect to pay any cash dividends for the foreseeable future.***

We currently expect to retain all available funds and future earnings, if any, for use in the operation and growth of our business and do not anticipate paying any cash dividends in the foreseeable future. Any future determination to pay dividends will be at the discretion of our Board, subject to compliance with applicable law and any contractual provisions, including under the Credit Agreement and other agreements for indebtedness we may incur, that restrict or limit our ability to pay dividends, and will depend upon, among other factors, our results of operations, financial condition, earnings, capital requirements and other factors that our Board deems relevant.

DIVIDEND POLICY

We currently intend to retain any future earnings to fund the development and growth of our business and do not currently anticipate paying dividends on the Shares. Any determination to pay dividends in the future will be at the discretion of our Board and will depend on many factors, including, among others, our financial condition, current and anticipated cash requirements, contractual restrictions and financing agreement covenants including those under the Credit Agreement, solvency tests imposed by applicable corporate law and other factors that our Board may deem relevant.

DESCRIPTION OF CAPITAL STRUCTURE

The following is a summary of the material attributes and characteristics of the Company's authorized share capital. This summary is qualified by reference to, and is subject to, and the detailed provisions of our articles ("**Articles**") available under the Company's profile on SEDAR at www.sedar.com.

The Subordinate Voting Shares are considered "restricted securities" within the meaning of such term under applicable securities laws in Canada.

Our authorized share capital consists of an unlimited number of Subordinate Voting Shares and Multiple Voting Shares and an unlimited number of preferred shares, issuable in series. As at May 4, 2022, there were 89,225,919 Subordinate Voting Shares issued and outstanding, 21,937,349 Multiple Voting Shares issued and outstanding, and no preferred shares issued and outstanding. As of the date hereof, 100% of the Multiple Voting Shares are held by the Hill Shareholders.

With respect to the Hill Shareholders, "**Permitted Holder**" means any of (i) Brian Hill and any Members of the Immediate Family of Brian Hill and, (ii) any Person controlled, directly or indirectly by one or more of the Persons referred to in clause (i) above. "**Members of the Immediate Family**" means with respect to any individual, each parent (whether by birth or adoption), spouse, or child (including any step-child) or other descendants (whether by birth or adoption) of such individual, each spouse of any of the aforementioned Persons, each trust created solely for the benefit of such individual and/or one or more of the aforementioned Persons and each legal representative of such individual or of any aforementioned Persons (including without limitation a tutor, curator, mandatary due to incapacity, custodian, guardian or testamentary executor), acting in such capacity under the authority of the law, an order from a competent tribunal, a will or a mandate in case of incapacity or similar instrument. For the purposes of this definition, a Person shall be considered the spouse of an individual if such Person is legally married to such individual, lives in a civil union with such individual or is the common law partner (as defined in the Tax Act as amended from time to time) of such individual. A Person who was the spouse of an individual within the meaning of

this paragraph immediately before the death of such individual shall continue to be considered a spouse of such individual after the death of such individual.

Subordinate Voting Shares and Multiple Voting Shares

Rank

The Subordinate Voting Shares and Multiple Voting Shares rank *pari passu* with respect to the payment of dividends, return of capital and distribution of assets in the event of our liquidation, dissolution or winding-up.

Dividend Rights

Holders of Subordinate Voting Shares and Multiple Voting Shares are entitled to receive dividends on a *pari passu* basis out of our assets legally available for the payment of dividends at such times and in such amount and form as our Board may from time to time determine, subject to any preferential rights of the holders of any outstanding preferred shares. In the event of the payment of a dividend in the form of Shares, holders of Subordinate Voting Shares will receive Subordinate Voting Shares and holders of Multiple Voting Shares will receive Multiple Voting Shares unless otherwise determined by our Board.

Voting Rights

Holders of Multiple Voting Shares are entitled to ten votes per Multiple Voting Share, and holders of Subordinate Voting Shares are entitled to one vote per Subordinate Voting Share on all matters upon which holders of Shares are entitled to vote. See also "– Certain Amendments" below. As of May 4, 2022, 100% of the Multiple Voting Shares are held by the Hill Shareholders. The Subordinate Voting Shares represent approximately 80.3% of our total issued and outstanding Shares and approximately 28.9% of the voting power attached to all of our Shares.

Conversion

The Subordinate Voting Shares are not convertible into any other class of shares. Each outstanding Multiple Voting Share may at any time, at the option of the holder, be converted into one Subordinate Voting Share. Upon the first date that any Multiple Voting Share shall be held by a Person other than by a Permitted Holder, the Permitted Holder which held such Multiple Voting Share until such date, without any further action, shall automatically be deemed to have exercised his, her or its rights to convert such Multiple Voting Share into a fully paid and non-assessable Subordinate Voting Share.

All of the Multiple Voting Shares held by the Permitted Holders will convert automatically into Subordinate Voting Shares at such time that is the earlier to occur of the following (i) the Permitted Holders that hold Multiple Voting Shares no longer as a group beneficially own, directly or indirectly and in the aggregate, at least 8% of the issued and outstanding Shares on a non-diluted basis, and (ii) Brian Hill is no longer serving as a director or in a senior management position of Aritzia.

Meetings of Shareholders

Holders of Multiple Voting Shares and Subordinate Voting Shares will be entitled to receive notice of any meeting of our Shareholders and may attend and vote at such meetings, except those meetings where only the holders of shares of another class or of a particular series are entitled to vote. A quorum for the transaction of business at a meeting of Shareholders is present if Shareholders who, together, hold not less than 15% of the votes attaching to our outstanding voting shares entitled to vote at the meeting are present in person or represented by proxy.

Pre-Emptive and Redemption Rights

Holders of Subordinate Voting Shares have no pre-emptive or redemption rights. Holders of Multiple Voting Shares have no pre-emptive or redemption rights under our Articles, however they are entitled to certain pre-emptive rights to subscribe for additional Multiple Voting Shares provided for in the Investor Rights Agreement. Further information regarding pre-emptive rights provided for in the Investor Rights Agreement

is described under “Material Contracts”.

Liquidation Rights

Upon our liquidation, dissolution or winding-up, whether voluntary or involuntary, the holders of Subordinate Voting Shares and Multiple Voting Shares, without preference or distinction, will be entitled to receive rateably all of our assets remaining after payment of all debts and other liabilities, subject to any preferential rights of the holders of any outstanding preferred shares.

Subdivision, Consolidation and Issuance of Rights

No subdivision or consolidation of the Subordinate Voting Shares or Multiple Voting Shares may occur unless the shares of both classes are concurrently subdivided or consolidated and in the same manner and proportion. Other than as described in this Annual Information Form, no new rights to acquire additional shares or other securities or property of ours will be issued to holders of Subordinate Voting Shares or Multiple Voting Shares unless the same rights are concurrently issued to the holders of shares of both classes.

Effect of Certain Amendments

In addition to any other voting right or power to which the holders of Subordinate Voting Shares shall be entitled by law or regulation or other provisions of our Articles from time to time in effect, but subject to the provisions of our Articles, holders of Subordinate Voting Shares shall be entitled to vote separately as a class, in addition to any other vote of Shareholders that may be required, in respect of any alteration, repeal or amendment of our Articles which would adversely affect the rights or special rights of the holders of Subordinate Voting Shares or affect the holders of Subordinate Voting Shares and Multiple Voting Shares differently, on a per share basis, including an amendment to the terms of our Articles that provide that any Multiple Voting Shares sold or transferred to a Person that is not a Permitted Holder shall be automatically converted into Subordinate Voting Shares.

Pursuant to our Articles, holders of Subordinate Voting Shares and Multiple Voting Shares will be treated equally and identically, on a per share basis, in certain change of control transactions that require approval of our Shareholders under the BCBCA, unless different treatment of the shares of each such class is approved by a majority of the votes cast by the holders of our Subordinate Voting Shares and Multiple Voting Shares, each voting separately as a class.

Issuance of Additional Multiple Voting Shares

Subject to the pre-emptive right to subscribe for Multiple Voting Shares provided to holders of Multiple Voting Shares, we may not issue Multiple Voting Shares without the approval of at least two-thirds of the votes cast at a meeting of the holders of Subordinate Voting Shares duly held for that purpose. However, approval is not required in connection with a subdivision or consolidation on a pro rata basis as between the Subordinate Voting Shares and the Multiple Voting Shares or the issuance of Multiple Voting Shares upon the exercise of the Rights to Subscribe (as such term is defined below under “Material Contracts – Investor Rights Agreement – Pre-Emptive Rights”). Any further issuances of Subordinate Voting Shares or Multiple Voting Shares will result in immediate dilution to existing Shareholders and may have an adverse effect on the value of their shareholdings. See “Risk Factors – Future sales of our securities by existing Shareholders or optionholders or by us could cause the market price for our Subordinate Voting Shares to fall.”

Take-over Bid Protection

Under applicable securities laws in Canada, an offer to purchase Multiple Voting Shares would not necessarily require that an offer be made to purchase Subordinate Voting Shares. In accordance with the rules of the TSX designed to ensure that, in the event of a take-over bid, the holders of Subordinate Voting Shares will be entitled to participate on an equal footing with holders of Multiple Voting Shares, we have entered into a customary coattail agreement dated October 3, 2016 with the holders of the Multiple Voting Share on the date thereof and a trustee (the “**Coattail Agreement**”). The Coattail Agreement contains

provisions customary for dual class, TSX-listed corporations designed to prevent transactions that otherwise would deprive the holders of Subordinate Voting Shares of rights under applicable securities laws in Canada to which they would have been entitled if the Multiple Voting Shares had been Subordinate Voting Shares. The undertakings in the Coattail Agreement do not apply to prevent a sale by the holders of Multiple Voting Shares or their Permitted Holders of Multiple Voting Shares if concurrently an offer is made to purchase Subordinate Voting Shares that:

(a) offers a price per Subordinate Voting Share at least as high as the highest price per share to be paid pursuant to the take-over bid for the Multiple Voting Shares;

(b) provides that the percentage of outstanding Subordinate Voting Shares to be taken up (exclusive of shares owned immediately prior to the offer by the offeror or persons acting jointly or in concert with the offeror) is at least as high as the percentage of Multiple Voting Shares to be sold (exclusive of Multiple Voting Shares owned immediately prior to the offer by the offeror and persons acting jointly or in concert with the offeror);

(c) has no condition attached other than the right not to take up and pay for Subordinate Voting Shares tendered if no shares are purchased pursuant to the offer for Multiple Voting Shares; and

(d) is in all other material respects identical to the offer for Multiple Voting Shares.

In addition, the Coattail Agreement does not prevent the transfer of Multiple Voting Shares by the Hill Shareholders to the Permitted Holders, provided such transfer is not or would not have been subject to the requirements to make a take-over bid (if the vendor or transferee were in Canada) or constitutes or would be exempt from certain requirements applicable to take-over bids under applicable securities laws in Canada. The conversion of Multiple Voting Shares into Subordinate Voting Shares, whether or not such Subordinate Voting Shares are subsequently sold, does not constitute a disposition of Multiple Voting Shares for the purposes of the Coattail Agreement.

Under the Coattail Agreement, any sale of Multiple Voting Shares (including a transfer to a pledgee as security) by a holder of Multiple Voting Shares party to the Coattail Agreement is conditional upon the transferee or pledgee becoming a party to the Coattail Agreement, to the extent such transferred Multiple Voting Shares are not automatically converted into Subordinate Voting Shares in accordance with our Articles.

The Coattail Agreement contains provisions for authorizing action by the trustee to enforce the rights under the Coattail Agreement on behalf of the holders of the Subordinate Voting Shares. The obligation of the trustee to take such action is conditional on us or holders of the Subordinate Voting Shares providing such funds and indemnity as the trustee may reasonably require. No holder of Subordinate Voting Shares has the right, other than through the trustee, to institute any action or proceeding or to exercise any other remedy to enforce any rights arising under the Coattail Agreement unless the trustee fails to act on a request authorized by holders of not less than 10% of the outstanding Subordinate Voting Shares and reasonable funds and indemnity have been provided to the trustee.

Other than in respect of non-material amendments and waivers that do not adversely affect the interests of holders of Subordinate Voting Shares, the Coattail Agreement provides that, among other things, it may not be amended, and no provision thereof may be waived, unless, prior to giving effect to such amendment or waiver, the following have been obtained: (a) the consent of the TSX and any other applicable securities regulatory authority in Canada; and (b) the approval of at least two-thirds of the votes cast by holders of Subordinate Voting Shares represented at a meeting duly called for the purpose of considering such amendment or waiver, excluding votes attached to Subordinate Voting Shares held by the holders of Multiple Voting Shares or their Affiliates and related parties and any persons who have an agreement to purchase Multiple Voting Shares on terms which constitute a sale or disposition for purposes of the Coattail Agreement, other than as permitted thereby.

No provision of the Coattail Agreement limits the rights of any holders of Subordinate Voting Shares under applicable law.

Preferred Shares

The preferred shares may at any time and from time to time be issued in one or more series. Subject to the provisions of the BCBCA and our Articles, our Board may, by resolution, from time to time before the issue thereof determine the maximum number of shares of each series, create an identifying name for each series, attach special rights or restrictions to the preferred shares of each series including, without limitation, any right to receive (which may be cumulative or non-cumulative and variable or fixed) or the means of determining such dividends, the dates of payment thereof, any terms or conditions of redemption or purchase, any conversion rights, any retraction rights, any rights on our liquidation, dissolution or winding up and any sinking fund or other provisions, the whole to be subject to filing a Notice of Alteration to our Articles to create the series and altering our Articles to include the special rights or restrictions attached to the preferred shares of the series. Except as provided in any special rights or restrictions attaching to any series of preferred shares issued from time to time, the holders of preferred shares will not be entitled to receive notice of, attend or vote at any meeting of Shareholders.

Preferred shares of each series, if and when issued, will, with respect to the payment of dividends, rank on a parity with the preferred shares of every other series and be entitled to preference over the Subordinate Voting Shares and the Multiple Voting Shares and any other of our shares ranking junior to the preferred shares with respect to payment of dividends.

In the event of our liquidation, dissolution or winding-up, whether voluntary or involuntary, the holders of preferred shares will be entitled to preference with respect to distribution of our property or assets over the Subordinate Voting Shares and the Multiple Voting Shares and any other of our shares ranking junior to the preferred shares with respect to the repayment of capital paid up on and the payment of unpaid dividends accrued on the preferred shares. We currently anticipate that there will be no pre-emptive, subscription, redemption or conversion rights attaching to any series of preferred shares issued from time to time.

Advance Notice Provisions

We have included certain advance notice provisions with respect to the election of our directors in our Articles (the "**Advance Notice Provisions**"). The Advance Notice Provisions are intended to: (i) facilitate orderly and efficient annual general meetings or, where the need arises, special meetings; (ii) ensure that all Shareholders receive adequate notice of Board nominations and sufficient information with respect to all nominees; and (iii) allow Shareholders to register an informed vote. Only persons who are nominated by Shareholders in accordance with the Advance Notice Provisions will be eligible for election as directors at any annual meeting of Shareholders, or at any special meeting of Shareholders if one of the purposes for which the special meeting was called was the election of directors.

Under the Advance Notice Provisions, a Shareholder wishing to nominate a director would be required to provide us notice, in the prescribed form, within the prescribed time periods. These time periods include, (i) in the case of an annual meeting of Shareholders (including annual and special meetings), not less than 30 days prior to the date of the annual meeting of Shareholders; provided, that if the first public announcement of the date of the annual meeting of Shareholders (the "**Notice Date**") is less than 50 days before the meeting date, not later than the close of business on the 10th day following the Notice Date; and (ii) in the case of a special meeting (which is not also an annual meeting) of Shareholders called for any purpose which includes electing directors, not later than the close of business on the 15th day following the Notice Date, provided that, in either instance, if notice-and-access (as defined in National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*) is used for delivery of proxy related materials in respect of a meeting described above, and the Notice Date in respect of the meeting is not less than 50 days prior to the date of the applicable meeting, the notice must be received not later than the close of business on the 40th day before the applicable meeting.

Forum Selection

We have included a forum selection provision in our Articles that provides that, unless we consent in writing to the selection of an alternative forum, the Supreme Court of British Columbia, Canada and the appellate courts therefrom, will be the sole and exclusive forum for (i) any derivative action or proceeding brought on our behalf; (ii) any action or proceeding asserting a claim of breach of a fiduciary duty owed by any of our

directors, officers, or other employees to us; (iii) any action or proceeding asserting a claim arising pursuant to any provision of the BCBCA or our Articles; or (iv) any action or proceeding asserting a claim otherwise related to the relationships among us, our Affiliates and their respective Shareholders, directors and/or officers, but excluding claims related to our business or such Affiliates. The forum selection provision also provides that our securityholders are deemed to have consented to personal jurisdiction in the Province of British Columbia and to service of process on their counsel in any foreign action initiated in violation of the foregoing provisions.

MARKET FOR SECURITIES

Trading Price and Volume

The Subordinate Voting Shares are listed on the TSX and are traded under the symbol "ATZ". The high and low reported trading price and volumes of Subordinate Voting Shares on the TSX on a monthly basis for each of the months during Fiscal 2022 (commencing on March 1, 2021 and ending on February 27, 2022) were as follows:

Month	Monthly High	Monthly Low	Total Monthly Volume Traded	Average Daily Volume Traded
February 2022	$58.36	$48.19	6,282,069	330,635
January 2022	$59.75	$48.04	8,762,005	438,100
December 2021	$52.35	$49.14	5,078,978	241,856
November 2021	$52.90	$48.72	5,880,702	267,305
October 2021	$50.32	$40.13	8,194,497	409,725
September 2021	$43.11	$40.32	8,764,589	417,361
August 2021	$41.73	$35.55	4,839,034	230,430
July 2021	$37.47	$34.05	4,870,936	231,949
June 2021	$37.08	$28.89	7,351,083	334,140
May 2021	$31.68	$29.47	5,464,735	273,237
April 2021	$31.99	$29.20	3,992,257	190,107
March 2021	$21.89	$29.20	6,056,870	263,342

DIRECTORS AND OFFICERS

The names and jurisdiction of residence of the directors and executive officers of the Company, their respective positions and offices held with the Company and their principal occupation for the last five or more years are shown below as at the date hereof. Directors are elected to serve until the next annual meeting or until their successors are elected or appointed, unless their office is earlier vacated.

Name, Province or State and Country of Residence	Current Position/Office with the Company	Held Since	Principal Occupation During the Previous Five Years
Brian Hill *British Columbia, Canada*	Founder, Chief Executive Officer, Chairman of the Board and Director	2005	Founder and Chief Executive Officer of Aritzia.
Jennifer Wong *British Columbia, Canada*	President, Chief Operating Officer, Corporate Secretary and Director	2015	President and Chief Operating Officer of Aritzia.

Name, Province or State and Country of Residence	Current Position/Office with the Company	Held Since	Principal Occupation During the Previous Five Years
Aldo Bensadoun[2,4] *Québec, Canada*	Director	2012	Executive Chairman of Aldo, a leading fashion retailer of footwear and accessories, until 2017.
John E. Currie[1,2,4] *British Columbia, Canada*	Director	2016	Corporate Director; Chief Financial Officer of lululemon athletica inc. from 2007 until retirement in 2015; Director, Vancouver Airport Authority since November 2012; and director of various privately held companies.
Daniel Habashi[3,4] Ontario, Canada	Director	2022	General Manager of TikTok Canada; previously Chief Marketing Officer of Soho House & Co from 2018 to 2020 and has held leadership positions at Instagram, Facebook and Microsoft from 2005 to 2017.
David Labistour[1,3,4] *British Columbia, Canada*	Director	2016	Former Chief Executive Officer of Mountain Equipment Co-Operative, Canada's leading outdoor gear co-op retailer, until 2019.
John Montalbano[1,3,4] *British Columbia, Canada*	Director	2019	Principal of Tower Beach Capital Ltd., a private enterprise focused on venture capital investments; Director of Canada Pension Plan Investment Board, Eupraxia Pharmaceuticals Inc., AbCellera Biologics Inc. and a number of private companies.
Marni Payne[2,4] *Massachusetts, United States*	Director	2013	Managing director of Berkshire Partners, a leading private equity investment firm.
Glen Senk[4] *Florida, United States*	Director	2016	Chairman and Chief Executive Officer of Front Row Partners, a private investment firm.
Marcia Smith[2,3,4] *British Columbia, Canada*	Director	2018	Senior Vice President, Sustainability and External Affairs of Teck Resources Limited since 2012.
Todd Ingledew *British Columbia, Canada*	Chief Financial Officer	2016	Chief Financial Officer of Aritzia.
Dave MacIver *British Columbia, Canada*	Chief Information Officer	2016	Chief Information Officer of Aritzia.
Pippa Morgan *British Columbia, Canada*	Executive Vice President, Retail	2010	Executive Vice President, Retail of Aritzia.
Karen Kwan *British Columbia, Canada*	Chief People & Culture Officer	2017	Chief People & Culture Officer of Aritzia; previously Vice President of People & Culture and Chief of Staff of lululemon athletica from August 2016 to October 2017.

Notes:

(1) Member of our Audit Committee.

(2) Member of our Compensation and Nominating Committee**.**

(3) Member of our Environmental and Social Committee

(4) Independent director for the purposes of National Instrument 58-101 – *Disclosure of Corporate Governance Practices* of the Canadian Securities Administrators.

Ownership Interest

As of May 4, 2022, our directors and executive officers, as a group, beneficially own, or control or direct, directly or indirectly, (i) 20.0% of our issued and outstanding Shares, and (ii) approximately 71.2% of the voting power attached to all of the issued and outstanding Shares.

Cease Trade Orders

To the knowledge of the Company, no director or executive officer of the Company (nor any personal holding company of any of such individuals) is, as of the date of this Annual Information Form, or was within ten years before the date of this Annual Information Form, a director, chief executive officer or chief financial officer of any company (including the Company), that: (i) was subject to a cease trade order (including a management cease trade order), an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, in each case that was in effect for a period of more than 30 consecutive days (collectively, an "**Order**"), that was issued while the individual was acting in the capacity as a director, chief executive officer or chief financial officer; or (ii) was subject to an Order that was issued after the individual ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that individual was acting in the capacity as director, chief executive officer or chief financial officer.

Bankruptcies

To the knowledge of the Company, no director, executive officer or control person of the Company (nor any personal holding company of any of such individuals): (i) is, as of the date of this Annual Information Form, or has been within the ten years before the date of this Annual Information Form, a director or executive officer of any company (including the Company) that, while that individual was acting in that capacity, or within a year of that individual ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets, except for Mr. Bensadoun as a director of Aldo Group Inc., which sought and obtained an Initial Order pursuant to the Companies' Creditors Arrangement Act (Canada) and filed petitions in the United States Bankruptcy Court for the District of Delaware seeking relief under chapter 15 of the United States Bankruptcy Code on May 7, 2020 (the "**Bankruptcy Relief**"), which proceedings are ongoing; or (ii) has, within the ten years before the date of this Annual Information Form, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold its assets. With respect to the Bankruptcy Relief, on April 26, 2022, the creditors have accepted a proposal which will need to be approved by court order.

Penalties or Sanctions

To the knowledge of the Company, no director, executive officer or control person of the Company (nor any personal holding company of any of such individuals) has been subject to: (i) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or (ii) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable holder of Voting Shares in deciding whether to vote for the proposed director.

Conflicts of Interest

To the knowledge of the Company, there are no known material existing or potential conflicts of interest among the Company's directors, officers or other members of management as a result of their outside business interests except that certain of the Company's directors and officers serve as directors and officers of other companies, and therefore it is possible that a conflict may arise between their duties to the

Company and their duties as a director or officer of such other companies. See “Directors and Officers” and “Interest of Management and Others in Material Transactions”.

Audit Committee

Our Audit Committee consists of three directors, all of whom are persons determined by our Board to be both independent directors and all of whom are financially literate within the meaning of NI 52-110. Our Audit Committee is comprised of John E. Currie, chair of the Audit Committee, David Labistour, and John Montalbano. Each of our Audit Committee members has an understanding of the accounting principles used to prepare financial statements and varied experience as to the general application of such accounting principles, as well as an understanding of the internal controls and procedures necessary for financial reporting. Our Board has adopted a written charter, attached at Appendix A, setting forth the purpose, composition, authority and responsibility of our Audit Committee, consistent with NI 52-110. The Audit Committee assists our Board in discharging its oversight of:

- the quality and integrity of our financial statements and related information;
- the independence, qualifications and appointment of our external auditor;
- our disclosure controls and procedures, internal control over financial reporting and management’s responsibility for assessing and reporting on the effectiveness of such controls;
- our risk management processes;
- monitoring and periodically reviewing our whistleblower policy; and
- transactions with our related parties.

Our Audit Committee has access to all of our books, records, facilities and personnel and may request any information about us as it may deem appropriate. It also has the authority, in its sole discretion and at our expense, to retain and set the compensation of outside legal, accounting or other advisors as necessary to assist in the performance of its duties and responsibilities. Senior leadership briefs the Audit Committee periodically on information security matters. Our Audit Committee also has direct communication channels with the Chief Financial Officer and our external auditors to discuss and review such issues as our Audit Committee may deem appropriate.

External Auditor Service Fee

For Fiscal 2022 and Fiscal 2021, we incurred the following fees by our external auditor, PricewaterhouseCoopers LLP:

	Fiscal 2022	Fiscal 2021
Audit fees[(1)]	$ 405,000	$ 381,000
Audit related fees	$ 155,000	$ 82,500
All other fees not included above	$ 217,000	$ 156,000
Total fees paid	$ 777,000	$ 619,500

Notes:
(1) Fees presented based on a billing date.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

In the ordinary course of business, the Company and its subsidiaries may become involved in various legal, administrative, regulatory and other proceedings, actions, claims and inquiries relating to our business. Management is not aware of any litigation outstanding, threatened or pending as of the date hereof by or against the Company or its subsidiaries which would be material to an investor of Subordinate Voting Shares. See further discussion under “Risk Factors”.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Other than as described elsewhere in this Annual Information Form, there are no material interests, direct or indirect, of any of our directors or executive officers, any Shareholder that beneficially owns, or controls or directs (directly or indirectly), more than 10% of any class or series of our outstanding voting securities, or any associate or Affiliate of any of the foregoing persons, in any transaction within the three most recently completed financial years or during the current financial year that has materially affected or is reasonably expected to materially affect us or any of our subsidiaries.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for the Subordinate Voting Shares and the Multiple Voting Shares is TSX Trust Company at its principal office in Vancouver, British Columbia.

MATERIAL CONTRACTS

The following are the only material contracts of the Company that are in effect (other than certain agreements entered into in the ordinary course of business). The summaries describe the material attributes of each of the material contracts and are subject to, and qualified in their entirety by reference to, the relevant material contract, copies of which have been filed with the Canadian securities regulatory authorities and are available on SEDAR, at www.sedar.com, under our profile. Investors are encouraged to read the full text of such material agreements.

(a) the Coattail Agreement (described above under “Description of Capital Structure - Take-over Bid Protection”);

(b) the Credit Agreement;

(c) the Second Amended and Restated Registration Rights Agreement; and

(d) the Investor Rights Agreement.

CREDIT AGREEMENT

Our subsidiary, Aritzia LP, is party to a credit agreement with a syndicate of lenders dated as of September 2, 2016, effective as of October 3, 2016, with a first amendment agreement dated as of October 10, 2017, a second amendment agreement dated as of June 28, 2018, a third amendment agreement dated as of April 30, 2019, a fourth amendment agreement dated as of October 17, 2019, a fifth amendment agreement dated as of October 16, 2020 and a sixth amendment agreement dated July 13, 2021 (the “**Credit Agreement**”). The Credit Agreement is comprised of a revolving credit facility in the amount of $175.0 million (the “**Revolving Credit Facility**”) maturing on July 13, 2025. The Revolving Credit Facility has no scheduled principal payments prior to maturity.

As at February 27, 2022, the aggregate amount outstanding under the Revolving Credit Facility was $nil. In addition, we also have letter of credit facilities of $75.0 million, secured *pari passu* with the Revolving Credit Facility. As at February 27, 2022, we had a total of $43.5 million in outstanding letters of credit under the Revolving Credit Facility and trade finance agreements.

The Revolving Credit Facility is available by way of loans with interest rates or acceptable fees that are based on banker’s acceptance rates, LIBO rates, Canadian prime rates or CDOR rates, plus a marginal interest rate from time to time in effect.

The Credit Agreement provides for guarantees by Aritzia Inc. and our direct and indirect wholly-owned subsidiaries (the “**Credit Facility Guarantors**”). Aritzia LP and each of the Credit Facility Guarantors provided a first priority lien over all assets, leased real property interests and inventory. Aritzia LP and each of the Credit Facility Guarantors pledged 100% of the equity interests each entity holds in the capital of their respective subsidiaries, as applicable. The Credit Agreement contains restrictive covenants in respect

of Aritzia LP and each Credit Facility Guarantor that are customary for credit facilities of this nature.

Aritzia US Holdings Inc. formed a Hong Kong subsidiary on December 30, 2020, which, given its limited operations and assets, is not a Credit Facility Guarantor, as agreed to by the lenders.

REGISTRATION RIGHTS

We are party to a Second Amended and Restated Registration Rights Agreement with certain of our Shareholders dated as of October 3, 2016 (the "**Second Amended and Restated Registration Rights Agreement**"). The Second Amended and Restated Registration Rights Agreement provides certain Shareholders (the "**Holders**"), including the Hill Shareholders, with registration rights in respect of any Subordinate Voting Shares held by them from time to time, including those issuable upon the conversion in accordance with the Articles of any Multiple Voting Shares beneficially owned by a Holder (the "**Registrable Securities**").

The Hill Shareholders may require us to effect a registration for a public offering in the jurisdiction(s) where we are a reporting issuer of no less than $25 million of Registrable Securities (a "**Demand Registration**"). We are obligated to effect no more than four Demand Registrations in any twelve (12) month period. Notwithstanding any notice for a Demand Registration, we are entitled to postpone the filing of any offering document for up to 90 days if, in the good faith judgment of our Board, the requested Demand Registration could reasonably be expected to adversely affect us. The lead underwriter of any underwritten offering will have the right to limit, due to marketing reasons, the number of Registrable Securities to be qualified by such underwritten offering.

We are required to give prompt notice to all Holders of our intention to register any Registrable Securities for sale in a public offering, whether the registration is on our behalf or pursuant to a Demand Registration. Upon receiving such notice, any Holder may require that all or a specified part of the Registrable Securities held by such Holder be included in the proposed registration (a "**Piggyback Registration**").

The Second Amended and Restated Registration Rights Agreement includes customary expense reimbursement and indemnity obligations on the part of Aritzia in respect of Demand Registrations and Piggyback Registrations.

INVESTOR RIGHTS AGREEMENT

Pursuant to a shareholders' agreement dated as of October 3, 2016 (the "**Investor Rights Agreement**"), the Hill Shareholders have certain pre-emptive rights and rights with respect to director nominations and board composition. The principal terms thereunder are summarized below.

Board of Directors

The Hill Group (as defined in the Investor Rights Agreement) has the right to designate one director nominee for election to our Board for so long it beneficially owns, directly or indirectly, in the aggregate, 5% or more of the issued and outstanding Shares (on a non-diluted basis). Our Board shall not be comprised of more than nine directors unless agreed to by the Hill Group.

Chair of our Board and Committees

For so long as Brian Hill is a director he is entitled to be the chair (the "**Chair**") of our Board. Upon Brian Hill ceasing to be a director, or in the event that Brian Hill does not wish to be the Chair, then the Chair shall be appointed by our Board.

So long as the Hill Group beneficially owns, directly or indirectly, in the aggregate, 5% or more of the issued and outstanding Shares (on a non-diluted basis), the Hill Group shall be entitled to have its director nominee serve on the Board's compensation and nominating committee, provided that its director nominee is not one of our officers or a Member of the Immediate Family of any of our officers.

Pre-Emptive Rights

In the event of any distribution or issuance, including by way of a share dividend (a "**Distribution**") of our

voting shares (other than Multiple Voting Shares, Subordinate Voting Shares issued upon the conversion of Multiple Voting Shares or voting shares issued pursuant to the exercise of a right attached to any of our securities issued prior to the Distribution) (the "**Voting Shares**") or of our securities convertible or exchangeable into Voting Shares or giving the right to acquire Voting Shares (other than options or other securities issued under compensatory plans or other plans to purchase Voting Shares or any other securities in favour of our management, directors, employees or consultants) (the "**Convertible Securities**" and, together with the Voting Shares, the "**Distributed Securities**"), we shall issue to the holder(s) of Multiple Voting Shares rights to subscribe for that number of Multiple Voting Shares, or, as the case may be, for securities convertible or exchangeable into or giving the right to acquire, on the same terms and conditions, including subscription or exercise price, as applicable, *mutatis mutandis* (except for the ultimate underlying securities which shall be Multiple Voting Shares), as those stipulated in the Convertible Securities, that number of Multiple Voting Shares, respectively, which carry, in the aggregate, a number of voting rights sufficient to fully maintain the proportion of total voting rights (on a fully diluted basis) associated with the then outstanding Multiple Voting Shares (the "**Rights to Subscribe**").

The Rights to Subscribe shall be issued to the holder(s) of Multiple Voting Shares in a proportion equal to their respective holdings of Multiple Voting Shares and shall be issued concurrently with the completion of the Distribution of the applicable Distributed Securities. To the extent that any such Rights to Subscribe are exercised, in whole or in part, the securities underlying such Rights to Subscribe (the "**Subscription Securities**") shall be issued and must be paid for concurrently with the completion of the Distribution and payment to us of the issue price for the Distributed Securities, at, subject to certain limitations, the lowest price permitted by the applicable securities and stock exchange regulations and subject (as to such price) to the prior consent of the exchanges.

The privileges attached to Subscription Securities which are securities convertible or exchangeable into or giving the right to acquire Multiple Voting Shares shall only be exercisable if and whenever the same privileges attached to the Convertible Securities are exercised and shall not result in the issuance of a number of Multiple Voting Shares which increases the proportion (as in effect immediately prior to giving effect to the completion of the Distribution) of total voting rights associated with the Multiple Voting Shares after giving effect to the exercise by the holder(s) of the privileges attached to such Convertible Securities.

The right to receive Rights to Subscribe as described above, and the legal or beneficial ownership of the Rights to Subscribe, may be assigned in whole or in part among Permitted Holders, provided that written notice of any such assignment shall be sent promptly to us and the other holders of Multiple Voting Shares.

Holders of Subordinate Voting Shares have no pre-emptive or subscription rights to purchase any of our securities. An issuance of participating (equity) securities will not be rendered invalid due to any failure by us to comply with the foregoing.

Term

The rights of the Hill Group under the Investor Rights Agreement will terminate on the date after the first continuous 180-day period during which the Shares owned, directly or indirectly, in the aggregate, by the Hill Group constitutes less than 5% of all of the issued and outstanding Shares (on a non-diluted basis). In addition, the Investor Rights Agreement will terminate on the earlier of: (a) the date on which the Investor Rights Agreement is terminated by written agreement of the Permitted Holders and us; and (b) our dissolution or liquidation.

INTERESTS OF EXPERTS

The Company's auditor is PricewaterhouseCoopers LLP, Chartered Professional Accountants, located at Vancouver, British Columbia. PricewaterhouseCoopers LLP have prepared an independent auditor's report dated May 5, 2022 in respect of the consolidated financial statements of the Company as at February 27, 2022 and February 28, 2021 and for each of the years then ended. PricewaterhouseCoopers LLP has advised that they are independent with respect to the Company within the meaning of the Code of Professional Conduct of the Chartered Professional Accountants of British Columbia.

ADDITIONAL INFORMATION

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of our Company's securities and securities authorized for issuance under equity compensation plans, will be contained in the Company's management information circular for the 2022 annual meeting of Shareholders. Additional financial information is provided in the Company's audited annual consolidated financial statements and management's discussion and analysis of our financial condition and results of operations for our most recently completed fiscal year ended February 27, 2022. Such documentation, as well as additional information relating to the Company, may be found under the Company's profile on SEDAR at www.sedar.com.

APPENDIX A – AUDIT COMMITTEE CHARTER

This charter (the "**Charter**") sets forth the purpose, composition, responsibilities and authority of the Audit Committee (the "**Committee**") of the board of directors (the "**Board**") of Aritzia Inc. (the "**Company**").

1. Statement of Purpose

The purpose of the Committee is to assist the Board in fulfilling its oversight responsibilities with respect to:

- financial reporting and related financial disclosure;
- the implementation of risk management and internal control over financial reporting and disclosure controls and procedures; and
- external and internal audit processes.

2. Committee Membership

The Committee shall consist of as many directors of the Board as the Board may determine (the "**Members**"), but in any event, not less than 3 (three) Members. Each Member shall meet the criteria for independence and financial literacy established by applicable laws and the rules of any stock exchanges upon which the Company's securities are listed, including National Instrument 52-110 – *Audit Committees* ("**NI 52-110**") subject to any exceptions permitted under NI 52-110. NI 52-110 also requires that to be independent, a Member be free of any relationship which could, in the view of the Board, reasonably interfere with the exercise of a Member's independent judgment.

Members shall be appointed by the Board, taking into account any recommendation that may be made by the compensation and nominating committee of the Board (the "**C&N Committee**"). Any Member may be removed and replaced at any time by the Board, and will automatically cease to be a Member if he or she ceases to meet the qualifications required of Members. The Board will fill vacancies on the Committee by appointment from among qualified directors of the Board, taking into account any recommendation that may be made by the C&N Committee. If a vacancy exists on the Committee, the remaining Members may exercise all of its powers so long as there is a quorum.

Chair

The Board will designate one of the independent directors of the Board to be the chair of the Committee (the "**Chair**"), taking into account any recommendation that may be made by the C&N Committee.

Qualifications

All Members shall be independent and financially literate as described above. Members must have suitable experience and must be familiar with auditing and financial matters.

Attendance of Ex Officio Members, Management and other Persons

The Committee may invite, at its discretion, senior executives of the Company or such persons as it sees fit to attend meetings of the Committee and to take part in the discussion and consideration of the affairs of the Committee. The Committee may also require senior executives or other employees of the Company to produce such information and reports as the Committee may deem appropriate in the proper exercise of its duties. Senior executives and other employees of the Company shall attend a Committee meeting if invited by the Committee. The Committee will meet without senior executives in attendance for a portion of any meeting of the Committee.

Delegation

Subject to applicable law, the Committee may delegate any or all of its functions to any of its Members or any sub-set thereof, or other persons, from time to time as it sees fit**.**

3. Committee Operations

Meetings

The Chair, in consultation with the other Members, shall determine the schedule and frequency of meetings of the Committee. Meetings of the Committee shall be held at such times and places as the Chair may determine. To the extent possible, advance notice of each meeting will be given to each Member unless all Members are present and waive notice, or if those absent waive notice before or after a meeting. Members may attend all meetings of the Committee either in person or by telephone, video or other electronic means. Powers of the Committee may also be exercised by written resolutions signed by all Members.

At the request of the external auditors of the Company, the Chief Executive Officer or the Chief Financial Officer of the Company or any Member, the Chair shall convene a meeting of the Committee. Any such request shall set out in reasonable detail the business proposed to be conducted at the meeting so requested.

Agenda and Reporting

To the extent possible, in advance of every regular meeting of the Committee, the Chair shall prepare and distribute, or cause to be prepared and distributed, to the Members and others as deemed appropriate by the Chair, an agenda of matters to be addressed at the meeting together with appropriate briefing materials. The Committee may require senior executives and other employees of the Company to produce such information and reports as the Committee may deem appropriate in order for it to fulfill its duties.

The Chair shall report to the Board on the Committee's activities since the last Board meeting. However, the Chair may report orally to the Board on any matter in his or her view requiring the immediate attention of the Board. Minutes of each meeting of the Committee shall be circulated to the Directors upon request following approval of the minutes by the Members. The Committee shall oversee the preparation of, review and approve the applicable disclosure for inclusion in the Company's annual information form.

Secretary and Minutes

The secretary of the Company may act as secretary of the Committee unless an alternative secretary is appointed by the Committee. The secretary of the Committee shall keep regular minutes of Committee proceedings and shall circulate such minutes to all Members (and to any other Director that requests that they be sent to him or her) on a timely basis.

Quorum and Procedure

A quorum for any meeting of the Committee will be a simple majority. The procedure at meetings will be determined by the Committee. The powers of the Committee may be exercised at a meeting where a quorum is present or by resolution in writing signed by all Members. In the absence of the Chair, the Committee may appoint one of its other Members to act as Chair of any meeting.

Each Member will have one vote and decisions of the Committee will be made by an affirmative vote of the majority. The Chair will not have a deciding or casting vote in the case of an equality of votes.

Exercise of Power between Meetings

Between meetings, the Chair, or any Member designated for such purpose by the Committee, may, if required in the circumstance, exercise any power delegated by the Committee on an interim basis.

The Chair or other designated Member will promptly report to the other Members in any case in which this interim power is exercised.

4. Duties and Responsibilities

The Committee is responsible for performing the duties set out below and any other duties that may be assigned to it by the Board as well as any other functions that may be necessary or appropriate for the performance of its duties.

Financial Reporting and Disclosure

- Review and recommend to the Board for approval, the audited annual financial statements, including the auditors' report thereon, the quarterly financial statements, management discussion and analysis, financial reports, and other applicable financial disclosure, prior to the public disclosure of such information.
- Review and recommend to the Board for approval, where appropriate, financial information contained in any prospectuses, annual information forms, annual reports to shareholders, management proxy circulars, material change disclosures of a financial nature and similar disclosure documents prior to the public disclosure of such documents or information.
- Review with senior executives of the Company, and with external auditors, significant accounting principles and disclosure issues and alternative treatments under International Financial Reporting Standards ("**IFRS**"), with a view to gaining reasonable assurance that financial statements are accurate, complete and present fairly the Company's financial position and the results of its operations in accordance with IFRS, as applicable.
- Seek to ensure that adequate procedures are in place for the review of the Company's public disclosure of financial information extracted or derived from the Company's financial statements, the Company's disclosure controls and procedures and periodically assess the adequacy of those procedures and recommend any proposed changes to the Board for consideration.
- Review and assess the manner in which management develops interim financial information, and the nature and extent of internal and external auditor involvement.

Internal Controls and Internal Audit

- Review the adequacy and effectiveness of the Company's internal control and management information systems through discussions with senior executives of the Company and the external auditor relating to the maintenance of (i) necessary books, records and accounts in sufficient detail to accurately and fairly reflect the Company's transactions; (ii) effective internal control over financial reporting; and (iii) adequate processes for assessing the risk of material misstatements in the financial statements and for detecting control weaknesses or fraud. From time to time the Committee shall assess any requirements or changes with respect to the establishment or operations of the internal audit function having regard to the size and stage of development of the Company at any particular time.
- Satisfy itself, through discussions with senior executives of the Company that the adequacy of internal controls, systems and procedures has been periodically assessed in accordance with regulatory requirements and recommendations.
- Oversee the work of the internal audit function, including organization, operations and independence.
- Review and discuss the Company's major financial risk exposures and the steps taken to monitor and control such exposures, including the use of any financial derivatives and hedging activities.
- Review and make recommendations to the Board regarding, the adequacy of the Company's risk management policies and procedures with regard to identification of the Company's principal risks and implementation of appropriate systems and controls to manage such risks including an assessment of the adequacy of insurance coverage maintained by the Company.

— Review all material related party transactions other than those delegated to a special committee or independent committee of the Board against applicable legal and regulatory requirements, discuss with management the business rationale for the transactions, review applicable disclosures and report to the Board on all such transactions, if any, each quarter.

— Review and discuss with the Company's independent auditors the auditors' evaluation of the Company's identification of, accounting for, and disclosure of its relationships and transactions with related parties, including any significant matters arising from the audit in connection therewith.

External Audit

— Recommend to the Board a firm of external auditors to be nominated for appointment as the external auditor of the Company.

— Ensure the external auditors report directly to the Committee on a regular basis.

— Review the independence of the external auditors.

— Review and recommend to the Board the fee, scope and timing of the audit and other related services rendered by the external auditors.

— Review the audit plan of the external auditors prior to the commencement of any audit.

— Establish and maintain a direct line of communication with the Company’s external auditors.

— Meet in camera with only the auditors, senior executives of the Company, or the Members, where and to the extent that, such parties are present, at any meeting of the Committee.

— Oversee the work of the external auditors of the Company with respect to preparing and issuing an audit report or performing other audit or review services for the Company, including the resolution of issues between senior executives of the Company and the external auditors.

— Review the results of the external audit and the external auditor’s report thereon, including, discussions with the external auditors as to the quality of accounting principles used and any alternative treatments of financial information that have been discussed with senior executives of the Company and any other matters.

— Review any material written communications between senior executives of the Company and the external auditors and any significant disagreements between the senior executives and the external auditors.

— Discuss with the external auditors their perception of the Company’s financial and accounting personnel, records and systems, the cooperation which the external auditors received during their course of their review and availability of records, data and other requested information and any recommendations with respect thereto.

— Discuss with the external auditors their perception of the Company’s identification and management of risks, including the adequacy or effectiveness of policies and procedures implemented to mitigate such risks.

— Review the reasons for any proposed change in the external auditors which is not initiated by the Committee or Board and any other significant issues related to the change, including the response of the incumbent auditors, and enquire as to the qualifications of the proposed auditors before making its recommendations to the Board.

— Review annually a report from the external auditors in respect of their internal quality-control procedures, any material issues raised by the most recent internal quality-control review, or peer review of the external auditors, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, respecting one or more independent audits carried out by the external auditors, and any steps taken to address any such issues.

Associated Responsibilities

- Monitor and periodically review the Whistleblower Policy of the Company and associated procedures for:
  - the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters; and
  - the confidential, anonymous submission by directors, officers and employees of the Company of concerns regarding questionable accounting or auditing matters; and
  - if applicable, any violations of applicable law, rules or regulations that relates to corporate reporting and disclosure, or violations of the Company's Code of Conduct.
- Review and approve the Company's hiring policies regarding employees and partners, and former employees and partners, of the present and former external auditors of the Company.

Non-Audit Services

- Pre-approve all non-audit services to be provided to the Company or any subsidiary entities by its external auditors or by the external auditors of such subsidiary entities. The Committee may delegate to one or more of its Members the authority to pre-approve non-audit services but pre-approval by such Member or Members so delegated shall be presented to the full Committee at its first scheduled meeting following such pre-approval.

Other Duties

- Direct and supervise the investigation into any matter brought to its attention within the scope of the Committee's duties. Perform such other duties as may be assigned to it by the Board from time to time or as may be required by applicable law.

5. The Committee Chair

In addition to the responsibilities of the Chair described above, the Chair has the primary responsibility for overseeing and reporting on the evaluations to be conducted by the Committee, as well as monitoring developments with respect to accounting and auditing matters in general and reporting to the Committee on any related significant developments.

6. Committee Evaluation

The performance of the Committee shall be evaluated by the Board as part of its regular evaluation of the Board committees.

7. Access to Information and Authority to Retain Independent Advisors

The Committee shall be granted unrestricted access to all information regarding the Company that is necessary or desirable to fulfill its duties and all directors of the Company, officers and employees will be directed to cooperate as requested by Members. The Committee has the authority to retain, at the Company's expense, independent legal, financial, and other advisors, consultants and experts to assist the Committee in fulfilling its duties and responsibilities, including sole authority to retain and to approve their fees. The Committee shall select such advisors, consultants and experts after taking into consideration factors relevant to their independence from management and other relevant considerations.

The Committee shall discharge its responsibilities, and shall assess the information provided by the Company's management and the external advisers, in accordance with its business judgment. Members are entitled to rely, absent knowledge to the contrary, on the integrity of the persons and organizations from whom they receive information, and on the accuracy and completeness of the information provided. Nothing in this Charter is intended or may be construed as imposing on any member of the Committee or the Board a standard of care or diligence that is in any way more onerous or extensive than the standard to which the directors are subject under applicable law.

The Committee also has the authority to communicate directly with internal and external auditors. While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to plan or conduct audits or to determine that the Company's financial statements are complete and accurate or comply with IFRS and other applicable requirements. These are the responsibilities of the senior executives of the Company responsible for such matters and the external auditors. The Committee, the Chair and any Members identified as having accounting or related financial expertise are members of the Board, appointed to the Committee to provide broad oversight of the financial, risk and control related activities of the Company, and are specifically not accountable or responsible for the day to day operation or performance of such activities. Although the designation of a Member as having accounting or related financial expertise for disclosure purposes is based on that individual's education and experience, which that individual will bring to bear in carrying out his or her duties on the Committee, such designation does not impose on such person any duties, obligations or liability that are greater than the duties, obligations and liability imposed on such person as a member of the Committee and Board in the absence of such designation. Rather, the role of a Member who is identified as having accounting or related financial expertise, like the role of all Members, is to oversee the process, not to certify or guarantee the internal or external audit of the Company's financial information or public disclosure. This Charter is not intended to change or interpret the constating documents of the Company or applicable law or stock exchange rule to which the Company is subject, and this Charter should be interpreted in a manner consistent with all such applicable laws and rules. Certain of the provisions of this Charter may be modified or superseded by the provisions of the investor rights agreement dated October 3, 2016 (the "**Investor Rights Agreement**"). In the event of a conflict between this charter and the Investor Rights Agreement, the Investor Rights Agreement shall prevail.

This Charter is intended as a component of a flexible governance framework to assist the Board in carrying out its duties to the Company in accordance with applicable law. It does not establish any legally binding obligations beyond those imposed by applicable law and is not intended to give rise to any liability on the part of the Company or its Directors or officers to any other persons.

8. Review of Charter

The Committee shall periodically review and assess the adequacy of this Charter and recommend any proposed changes to the Board for consideration.