

GULF ISLAND FABRICATION, INC.

BOARD DIVERSITY POLICY

The Board of Directors (the “Board”) of Gulf Island Fabrication, Inc. (the “Company”) recognizes and embraces the value of appointing individual directors who bring a diverse mix of backgrounds, experiences, opinions, perspectives, skills, and orientations to its discussions and its decision-making processes. The Board believes that diversity is an important attribute of a capable, responsive, balanced and effective Board and that discussions involving a wide range of views will ultimately promote better corporate governance and bring about better Board decisions.

The Corporate Governance and Nominating Committee has responsibility for regularly assessing the appropriate size of the Board and for identifying and recommending, for approval by the Board, director nominees for election or reelection to the Board. The Corporate Governance and Nominating Committee will evaluate each potential director nominee based on merit and the consideration of appropriate criteria (including intangible factors), in the context of the Company’s needs and the composition of the Board at the time, with due regard for the benefits of diversity on the Board.

Taking this into account, in selecting qualified nominees to serve as directors, the Corporate Governance and Nominating Committee will strive for inclusion of diverse groups, knowledge and viewpoints within the Board, considering various matters of diversity, including, but not limited to, gender, race, religion, sexual orientation and disability. Accordingly, the Corporate Governance and Nominating Committee is committed to seek out and consider highly qualified diverse candidates to recommend to the Board as director nominees and to select director nominees with backgrounds and experiences that, when combined with those of our other directors, will bring a broad range of complementary skills, expertise, industry and regulatory knowledge and diversity of perspectives to our Board. The Corporate Governance and Nominating Committee evaluates each individual in the context of our Board as a whole, with the objective of nominating persons for election to our Board who can best perpetuate the success of our business, be an effective director in conjunction with our full Board and represent shareholder interests through the exercise of sound judgment. To that end, the Nominating and Corporate Governance Committee, when expanding the size of the Board or filling a vacancy on the Board, commits to interviewing at least one candidate who would increase the gender, racial and/or ethnic diversity of the Board. To accomplish this, the Corporate Governance and Nominating Committee has sole authority to retain and terminate qualified independent external advisors, if it deems necessary, to conduct a search for candidates that help achieve the Board’s diversity aspirations, and to approve such advisors’ fees and other retention terms.

The Corporate Governance and Nominating Committee will monitor the implementation of this policy and report annually on the Board’s composition relative to diversity considerations. In addition, the Corporate Governance and Nominating Committee will review this policy periodically and recommend to the Board such changes as are necessary or advisable.

Recommended by the Corporate Governance and Nominating Committee and adopted by the Board of Directors on November 1, 2018.