



NORTHLAND POWER INC.

RECOUPMENT POLICY

Purpose

The purpose of this Policy is to enable Northland Power Inc. (the "**Corporation**") to recoup, under certain circumstances, any incentive or equity-based compensation paid or awarded by the Corporation to a Covered Person (as defined below).

Scope

This Policy only applies to executive officers and senior managers of the Corporation (each, a "**Covered Person**" and collectively, the "**Covered Persons**").

Recoupment

The Covered Persons may be required to pay or forfeit to the Corporation an amount equal to some or all of any incentive or equity-based compensation in the event of a material restatement of the financial statements or if they engage in conduct which the board of directors of the Corporation (the "**Board**") determines is materially detrimental to the Corporation. Detrimental conduct includes fraud, theft and embezzlement. The amount of recoupment, if any, will be determined by the Human Resources and Compensation Committee which will recommend appropriate action to the Board.

The remedies set forth in this Policy are in addition to, and not in lieu of, any other recourse or rights the Corporation may have, or any actions imposed by law enforcement agencies, regulators or other authorities.

This Policy is reviewed on an annual basis.

Confirmed by the Board of Directors on December 8, 2022.