

**Policy of the Board of Directors****Majority Vote**

The Board of Directors (the “**Board**”) of BlackBerry Limited (the “**Company**”) believes that each of its members should serve with the support and confidence of its shareholders. To this end and in light of evolving governance practices, the Board has unanimously adopted this policy and will review it from time to time.

**Form of the Majority Vote**

Forms of proxy for an uncontested election of Board nominees at a shareholders’ meeting will enable each shareholder to vote in favour of, or to withhold from voting for, each individual Board nominee.

**Results of the Majority Vote**

If, with respect to any Board nominee, the number of votes withheld exceeds the number of votes in favour of the Board nominee, then such nominee must immediately submit to the Board his or her resignation. The Company will disclose the voting results as part of its report on voting results for the meeting.

**Board Consideration of a Resignation**

Following the receipt of a resignation pursuant to this policy, the Board must determine as soon as possible, and in any event no later than 90 days following the date of the relevant shareholders’ meeting, whether to accept or refuse the resignation. With the exception of special or extenuating circumstances that would warrant the continued service of the applicable director on the Board, the Board shall accept the resignation. In considering whether to accept or refuse the resignation, the Board will consider all factors deemed relevant by members of the Board including, without limitation, any reasons stated by shareholders for withholding votes from the election of the Board nominee. Any Board nominee who tenders his or her resignation pursuant to this policy may not participate in the deliberations of the Board or any of its committees regarding his or her resignation. The Board will promptly issue a news release with the Board’s decision regarding the resignation and provide a copy to the Toronto Stock Exchange. If the Board refuses the resignation, it will provide the reasons for its decision. If the resignation is accepted by the Board, the resignation will be effective at the time of acceptance.

Subject to any corporate law restrictions, the Board may leave any resultant vacancies unfilled until the next annual general meeting. Alternatively, the Board may fill any resultant vacancies through the appointment of a new member of the Board pursuant to section 4.06 of Amended and Restated By-Law No. A3.

**Majority Vote Only Applies to an Uncontested Election of Directors**

This policy only applies to an “uncontested election” of Board nominees. For the purposes of this policy, an “uncontested election” means an election where the number of nominees for members of the Board is equal to the number of members to be elected.