



**Information relating to the conclusion of two related-party agreements
pursuant to article L.225-40-2 of the French Commercial Code**

Paris (France) - February 13, 2020 - Technicolor (the “**Company**”) announces today the execution of two related-party agreements, by the Company and RWC Asset Management LLP, and by the Company and Bpifrance Participations SA, respectively.

RWC Asset Management LLP is a shareholder of the Company which holds 10.13% of the Company’s share capital and Mr. Maarten Wildschut, who is Co-Head of RWC European Focus Fund, is a member of the Board of Directors. Bpifrance Participations SA is a member of the Board of Directors of the Company which holds 5.27% of the Company’s share capital.

These agreements were entered into in the context of the contemplated capital increase with preferential subscription rights for shareholders of the Company for a total gross amount of c. €300 million, issue premium included (the “**Rights Issue**”) in order to ensure the success of the Rights Issue. The above agreements constitute a prerequisite for the execution of an underwriting agreement with a banking syndicate.

Under these agreements, RWC Asset Management LLP and Bpifrance Participations SA have committed:

- to subscribe to the Rights Issue for an amount *pro-rata* to their respective current shareholding in the Company on a non-reducible basis (*à titre irréductible*);
- to agree to a lock-up period of 90 days from the settlement-delivery of the Rights Issue.

Commitments from RWC Asset Management LLP and Bpifrance Participations SA are subject to customary market conditions, in line with those set forth in the banks’ standby volume underwriting agreement.

In consideration of their commitments:

- RWC Asset Management LLP shall receive a fee of €1,150,000.00, representing c.0.75 % of the net profit of the Company (amounting to €153m) for 2018;
- Bpifrance Participations SA shall receive a fee of €600,000.00, representing c.0.39% of the net profit of the Company (amounting to €153m) for 2018.

The Board of Directors has authorised the execution of these agreements at its meeting of February 5, 2020 in accordance with Article L. 225-38 of the French Commercial Code. Mr. Maarten Wildschut and Mr. Thierry Sommelet, representing Bpifrance Participations SA, did not take part in the debate and votes with respect to these agreements. Both agreements were entered into on February 13, 2020 and will be submitted to the Annual General Shareholders Meeting called to approve the 2019 financial statements.

For more information on the Rights Issue, please refer to the press release published on February 13, 2020.

About Technicolor

www.technicolor.com – Follow us: [@Technicolor](https://twitter.com/Technicolor) – [linkedin.com/company/technicolor](https://www.linkedin.com/company/technicolor)

Technicolor shares are listed on the Euronext Paris exchange (TCH) and traded in the USA on the OTCQX marketplace (OTCQX: TCLRY).

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