

CHARTER FOR THE ETHICS COMPLIANCE COMMITTEE

The Ethics Compliance Committee (the “Committee”) reports directly to the Audit Committee. The Committee’s composition, scope of work and procedures are described below.

COMPOSITION AND APPOINTMENT OF COMMITTEE MEMBERS

The Committee is comprised of five members:

- Olga Damiron (People & Talent),
- Didier Huck (Corporate Social Responsibility and Public Affairs),
- Nathan Wappet (Creative Studios),
- Cindy Williams (Internal Audit), and
- Kate Winders (Chief Compliance Officer Americas).

Didier Huck shall serve as the Chair of the Committee. Kate Winders shall serve as the Committee’s secretary.

Members of the Committee cannot delegate their functions to non-members of the Committee, unless expressly provided for herein. Each Committee member is appointed by the CEO and shall serve for an indefinite term until replaced by the CEO. The CEO also appoints the Chairperson of the ECC.

SCOPE OF WORK

The Committee is responsible for all ethical issues related to the Group’s activities. The Committee:

- Ensures that Technicolor’s Code of Ethics and Whistleblower Policy are circulated and available to all employees, and implements any amendments it considers necessary or appropriate;
- Ensures that all employees are aware of and familiar with the Code of Ethics, Whistleblower Policy and related policies;
- Designs, with the support of Legal and People & Talent, the training plan on the Code of Ethics, Whistleblower Policy, and related policies, and oversees the implementation thereof by Legal and People & Talent;
- Investigates promptly each and every report and takes appropriate action if a violation is found, up to and including termination of employment and criminal charges according to applicable laws;
- Decides to use any necessary means, such as Internal Audit or third parties, in order to perform its investigations;

- Replies in the strictest confidence to any questions employees may have concerning application or compliance with the Code of Ethics and Whistleblower Policy in specific circumstances;
- Responds to all conflict of interests waiver requests submitted;
- Develops, as needed, appropriate policies and procedures to further govern the Committee and its activities consistent with this Charter, the Code of Ethics, and the Whistleblower Policy;
- Assists the teams upon request in preparing and authorizing any specific code of conduct that may be necessary for a particular subsidiary, business division, department, or corporate function; and
- Prepares, with the business units concerned and with Corporate Communications, any verbal or written communication relating to Ethics at Technicolor and any contacts in relation to Ethics, in particular with international, European Union, governmental and nongovernmental organizations.

PROCEDURES

The Committee shall meet at least four times per year and convene additional meetings as necessary to complete its work. The frequency of the meetings shall be dictated by the number of inquiries and reports. The ECC shall report at least twice per year to the Audit Committee and to the CEO, and as the ECC deems necessary.

13 July 2021