

Financial terms of the departure of Mr. Luis Martinez-Amago As Chief Executive Officer of Vantiva

Information disclosed in compliance with the AFEP-MEDEF Corporate Governance Code

Paris - October 29, 2024 - Mr. Luis Martinez-Amago has decided to resign from his position as Chief Executive Officer and Director of Vantiva, effective August 15, 2024. The Board of Directors of Vantiva, on the recommendation of the Remuneration & Talents Committee, determined at its meeting on 24 July 2024 the financial terms of Mr. Luis Martinez-Amago's departure from his position as Chief Executive Officer.

Compensation of Mr. Luis Martinez-Amago for 2024

Fixed compensation

Mr. Luis Martinez-Amago has received the fixed portion of his compensation for the 2024 financial year calculated on a *pro rata temporis* basis, i.e. for the period from January 1st, 2024 to August 15th, 2024, corresponding to the date on which he ceased to be Chief Executive Officer of Vantiva.

Mr. Luis Martinez-Amago's fixed annual compensation is set at USD 750,000. For 2024, the fixed gross remuneration paid amounts therefore to 502,346.88 USD.

Variable compensation

In accordance with the compensation policy approved by the General Meeting of 19 June 2024, the variable compensation of the Chief Executive Officer in respect of the 2024 financial year is determined based on the achievement of the performance targets set in accordance with the compensation policy approved by the General Meeting.

The amount of variable compensation will therefore be calculated *pro rata temporis* by the Board of Directors based on the achievement of the performance targets set.

Payment to Mr. Luis Martinez-Amago of the 2024 variable compensation will be subject to the prior approval by shareholders at the Annual General Meeting to be held to approve the financial statements for the year ending December 31, 2024, as of an ex-post vote, in accordance with Article L22-10-34 II of the French Commercial Code.





Exceptional compensation

The Annual General Meeting of 19 June 2024 decided to grant Mr. Luis Martinez-Amago exceptional compensation for 2024 subject to attendance conditions and the achievement of performance targets. As a result of his departure, Mr. Luis Martinez-Amago does not meet the attendance conditions and will not receive this exceptional compensation.

Long-Term Incentive Plan

Mr. Luis Martinez-Amago was granted 4,893,342 Performance Shares under the long-term incentive plan 2023 (LTIP 2023) (see section 4.2.4.2 Performance share and free share plans, p. 185 of the 2023 Universal Registration Document) subject to attendance conditions and the achievement of performance targets.

As a result of his departure, Mr. Luis Martinez-Amago does not meet the condition of presence and will therefore not be entitled to Performance Shares under the long-term incentive plan 2023.

Severance and non-compete indemnity

No severance or non-competition indemnity is due to Mr. Luis Martinez-Amago (see Severance and non-competition indemnity, p. 175 of the 2023 Universal Registration Document).

Supplementary pension plan

Mr. Luis Martinez-Amago does not benefit from any supplementary pension plan (see Supplementary pension plan, p. 175 of the 2023 Universal Registration Document).

Employment contract termination

Upon his appointment as Chief Executive Officer, the employment agreement between Mr. Luis Martinez-Amago and Technicolor Connected Home USA LLC was suspended for the duration of his term of office. Following Mr. Luis Martinez-Amago's decision to resign from his position as Director and Chief Executive Officer, he left all positions within Vantiva Group and Technicolor Connected Home USA LLC.

In this respect, Mr. Luis Martinez-Amago will not receive termination indemnity.

About Vantiva

For more information, [visit vantiva.com](https://www.vantiva.com) and follow Vantiva [on LinkedIn](#) and [Twitter](#).

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