

illumin Holdings Inc. Position Description Chief Executive Officer (CEO)

Accountability

The Chief Executive Officer (the "CEO") is accountable to the Board of Directors (the "Board") for the overall management of illumin Holdings Inc. (the "Company") and for ensuring conformity with policies and strategies approved by the Board.

Authority

- The CEO has full responsibility for the day-to-day operations of the Company, consistent with the Company's strategic plan and operating and capital budgets as approved by the Board.
- Approval of the Board (or the appropriate Committee) is required for significant decisions outside the
 ordinary course of business, including major financings, acquisitions, dispositions, or material departures
 from the approved strategic plan or budgets.

Primary Responsibilities

Leadership and Culture

- Foster a corporate culture that promotes ethical practices, integrity, accountability, and transparency.
- Maintain a positive and inclusive work climate that attracts, retains, and motivates top-quality employees at all levels.
- Ensure clarity of objectives and priorities for all employees, supported by clear standards and performance measures.

Strategy and Planning

- Develop and recommend to the Board a long-term strategy and vision that enhance shareholder value.
- Prepare an annual operating plan and financial budget aligned with the Company's long-term strategy.
- Lead strategy and implementation for major mergers, acquisitions, partnerships, and divestitures.

Operations and Performance

- Ensure effective day-to-day management of the Company's business, supported by processes that enable the achievement of financial and operational goals.
- Oversee the design and implementation of effective internal controls, risk management practices, and disclosure processes.
- Formulate and implement major corporate policies in alignment with the Company's values and strategy.

Board Relations

- Build and maintain a strong, collaborative working relationship with the Board.
- Keep the Board informed of the Company's performance, strategic opportunities, and material risks, including significant marketplace developments.
- Ensure that the Board has the information it requires to carry out its responsibilities.

Communications and Representation

- Serve as the Company's chief spokesperson, maintaining an effective external communications strategy and framework
- Represent the Company with shareholders, employees, customers, regulators, and other stakeholders.

Talent and Succession

Ensure, in cooperation with the Board, that there is an effective CEO succession plan in place.



• Build and maintain a strong executive management team below the CEO level, with active development and succession planning.