

HORIZON COMMITTEE CHARTER FOR TOMRA SYSTEMS ASA

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1. PURPOSE

- 1.1. The Horizon Committee is appointed by, and reports to, the Board of Directors of TOMRA Systems ASA (“Company”) and shall be a preparatory body related to the Board’s oversight and decisions relating to adjacent business building activities in TOMRA, also called TOMRA Horizon. The Horizon committee supports the Board of Directors in the administration and execution of its responsibilities within the TOMRA Group in accordance with:
 - Periodically review the strategy and portfolio of adjacent business building activities
 - Review the progress of the ongoing activities within adjacent business building
 - Monitor the strategic, financial and operational risks for adjacent business activities
 - Periodically review the operating model for adjacent business activities

2. ORGANIZATION

- 2.1. The Horizon Committee shall consist of at least two members of the Board of Directors, each of whom are independent of management and the Company, in addition to employee elected Board members, and are nominated for a period of one year. The Board of Directors shall appoint one member of the Horizon committee as Chair of the committee.
- 2.2. EVP Group Strategy shall function as the committee’s secretary.

3. MEETINGS

- 3.1. The Horizon committee shall meet at least two times a year, or as often as the committee finds necessary.
- 3.2. The Group CFO may attend all Horizon committee meetings.
- 3.3. The Group CEO may attend the Horizon committee meetings.
- 3.4. Representatives from the Company will attend in the Committee’s meetings upon request.

4. RESPONSIBILITIES

- 4.1. The Horizon committee primary responsibilities include:
 - 4.1.1. Periodically review the strategy and portfolio of adjacent business building activities
 - Strategic ambitions and targets for adjacent business building
 - Initiation of exploration activities to evaluate new adjacent business opportunities
 - Initiation of new Horizon ventures
 - Changes to exiting Horizon ventures (ownership structure, strategic direction, or stopping)
 - Priorities within adjacent M&A
 - 4.1.2. Review the progress of the ongoing activities within adjacent business building
 - Status and progress for Horizon ventures and adjacent M&A considering the strategic direction and targets set
 - Status and progress of investments

4.1.3. Monitor the strategic, financial and operational risks for adjacent business activities

4.1.4. Periodically review the operating model for adjacent business activities

5. AUTHORITY

5.1. The Horizon Committee is entitled to inquire about all activities and matters related to the Company's business which are necessary for the Committee to fulfil its mandate. The Horizon Committee also has the right to demand access to information, facilities, and personnel. The Horizon Committee can carry out any investigations considered necessary to perform its duties and may employ external consultants in this regard.

6. REPORTING

6.1. Minutes of Horizon Committee meetings shall be made available to all Board members as soon as possible, and no later than at the next upcoming Board meeting. The Chair of the Horizon Committee shall give an update from the last committee meeting to the rest of the Board members in the next upcoming Board meeting.

6.2. The Horizon shall report to the Board annually. The Board may, at any time, require a more detailed oral or written report from the Horizon committee.

7. LIMITATION

7.1. The Horizon Committee is responsible only to the Board of Directors in connection with the execution of its duties. The Board has the complete and sole responsibility for the duties of the Horizon Committee.