

**AUTOSCOPE TECHNOLOGIES CORPORATION**  
**TECHNOLOGY ADVISORY COMMITTEE CHARTER (version 1.0)**

**Purpose**

The Technology Advisory Committee (the “Committee”) of Autoscope Technologies Corporation (the “Company”) is appointed by the Board of Directors to assist Management and the Board in its oversight of (i) the Company’s operations and technology, including operations and technology strategy and significant investments in support of such strategy and (ii) intellectual property, including patents, and intellectual property legal strategy.

**Members; Chairman**

The Committee shall be composed of at least three members including;

A chairman, who is also a member of the board of directors,

A second and third member who are also members of the board of directors,

The CEO, CTO, or another responsible operating executive chosen by the executive team

Each member of the Committee who satisfies the “board member” requirement shall be a “non-employee director” for purposes of Rule 16b-3 under the Exchange Act. The Board shall appoint (and may remove) the members of the Committee. The Board shall designate one member of the Committee as Chairman of the Committee or delegate authority to the Committee to designate a Chairman.

**Duties and Responsibilities**

The duties and responsibilities of the Committee shall include:

- The Committee shall receive information from, and participate in informal meetings and briefings with, management as necessary and appropriate between formal meetings of the Committee. Such briefings and informal meetings may be through the Chair or individual Committee members, as appropriate.
- Receive reports, as necessary and appropriate, from management on operations and technology strategy and trends that may affect the Company’s strategy, including monitoring of current and evolving industry trends, and the Company’s significant operations and technology investments.
- Generate recommendations, as necessary and appropriate, for the board, on operations and technology strategy and trends that may affect the Company’s strategy. These recommendations may take the form of verbal discussion and reports at regularly scheduled board meetings, in which case the secretary of the meeting should note them into the record, or may be written memos. Written memos may be formal documents or electronic communications.

- Generate recommendations for the board on cyber security strategy and trends that may affect the Company's strategy. These recommendations may take the form of verbal discussion or reports at regularly scheduled board meetings, in which case the secretary of the meeting should note them into the record, or may be written memos. Written memos may be formal documents or electronic communications.
- The Committee shall review and assess the adequacy of this charter annually and, if appropriate, recommend changes to the charter to the Board.
- Receive reports from members of management, as and when appropriate, on Autoscope's third-party technology strategy, including information on critical risks and metrics relating thereto.
- Maintain minutes or other records of the Committee's meetings and activities.
- Provide assistance to the Compensation Committee in setting any technology related performance metrics under the Company's performance based compensation programs and reviewing the performance results. Employee members of the committee shall not participate in this activity.

### **Meetings and Operation of the Committee**

The Committee shall meet as often as it deems necessary or appropriate in its judgment, at such times and in such places as the Committee shall determine. The Chair of the Committee may schedule additional meetings of the Committee as appropriate. A majority of the board Committee members present at a Committee meeting will constitute a quorum for each meeting. Voting shall be conducted with one vote per committee member who is also a board member and no votes for employee members of the committee.

Subject to the rules of the SEC, the Committee may request the presence of any officer or employee of the Company, the Company's outside legal counsel or a consultant to the Company to attend the meeting

The Committee shall keep written minutes of its meetings and deliver copies of the minutes to the Company's corporate secretary for inclusion in the corporate records. The Committee shall regularly report to the Board on the deliberations, actions and recommendations of the Committee taken or adopted since the last report of the Committee to the Board. All actions of the Committee shall be subject to final approval of the Board of Directors.

Adopted by the Board of Directors of Autoscope Technologies Corporation on March 7, 2025.