

CLARIVATE PLC
HUMAN RESOURCES AND
COMPENSATION COMMITTEE CHARTER
(February 21, 2024)

I. Purpose

The purpose of the Human Resources and Compensation Committee (the “Committee”) is to oversee the discharge of the responsibilities of the Board of Directors (the “Board”) of Clarivate Plc (the “Company”) relating to compensation of the Company’s executive officers and directors. In addition, the Committee is charged with overall responsibility for approving and evaluating all compensation plans, policies and programs of the Company as they affect the executive officers and directors (including equity-based compensation) and significant company compensation matters and policies.

II. Composition

The Committee must consist of at least two directors, each of whom must satisfy the independence requirements determined in accordance with the provisions of Rule 10C-1(b)(1) under the Securities Exchange Act of 1934, as amended (the “Exchange Act”) and the New York Stock Exchange (the “NYSE”) and meet all other eligibility requirements of applicable laws. Committee members must be appointed and may be removed, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership.

III. Meetings, Procedures and Authority

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company’s bylaws that are applicable to the Committee.

All directors that are not members of the Committee may attend meetings of the Committee in an observer role; provided that such directors may not attend any meeting or portion of a meeting that is an executive session limited solely to independent director members of the Board, compensation consultants, legal counsel or other advisors, as the Board may designate.

The Committee may, in its sole discretion, retain or obtain advice from compensation consultants, legal counsel or other advisers (independent or otherwise), provided that, preceding any such retention or advice, the Committee must take into consideration all factors, including any applicable factors under NYSE rules, relevant to the adviser’s independence from management. The Committee shall also evaluate whether any compensation consultant, legal counsel and other advisor retained or to be retained by it has any conflict of interest in accordance with Item 407(e)(3)(iv) of Regulation S-K of the Exchange Act. The Committee is not required to assess the independence of any compensation consultant, legal counsel and other advisors that acts in a role limited to consulting on any broad-based plan that does not discriminate in scope, terms or operation in favor of the executive officers or directors of the Company and that is generally available to all salaried employees or providing information that is not customized for a particular company or that is customized based on parameters that are not developed by the consultant, legal counsel or other advisor, and about which the consultant, legal counsel or other advisors does not provide advice. The Committee will be directly responsible for the appointment, compensation and oversight of any adviser it retains. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any adviser retained by the Committee.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Company's bylaws and applicable NYSE rules.

The Committee has the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it deems appropriate, including the authority to request any officer, employee or adviser of the Company to meet with the Committee or any advisers engaged by the Committee.

IV. Duties and Responsibilities

1. *Director Compensation.* The Committee will review and make recommendations to the Board regarding director compensation. In so reviewing and recommending to the Board director compensation, the Committee shall, among other things, recommend director compensation, including any equity-based component, based on such factors as the Committee deems appropriate and in the best interests of the Company with a view toward attracting and retaining qualified directors, such as a comparison of the board compensation practices of comparable companies, the awards given to directors in past years, the Company's performance, shareholder return and the value of similar equity-based awards relative to such targets at comparable companies, the cost to the Company of such compensation, and the possibility that directors' independence may be compromised or impaired compensation exceeds customary levels, including if the Company makes substantial charitable contributions to an organization with which a director is affiliated.

2. *Chief Executive Officer Compensation.* The Committee will review and approve the corporate goals and objectives with respect to the compensation of the Chief Executive Officer. The Committee will evaluate the Chief Executive Officer's performance in light of these goals and objectives and, based upon this evaluation (either alone or, if directed by the Board, in conjunction with a majority of the independent directors on the Board), will set the Chief Executive Officer's compensation.

3. *Other Executive Officer Compensation.* The Committee will review and set or, if directed by the Board or if the Committee otherwise deems it appropriate, make recommendations to the Board regarding the compensation of the other executive officers of the Company.

4. *Incentive and Equity Compensation.* The Committee will review and approve or, if directed by the Board or if the Committee otherwise deems it appropriate, make recommendations to the Board regarding the adoption or amendment of the Company's incentive compensation and equity-based plans and arrangements. The Committee will also administer such plans and will have the authority to make and modify awards under such plans. Any award made to an individual who is subject to the requirements of Section 16 (if applicable) of the Exchange Act will be reviewed and approved by a committee of two or more members of the Board who are "non-employee directors" as defined in Rule 16b-3(d)(1) under the Exchange Act.

5. *Compensation Policies and Plans.* The Committee shall review, approve and administer the Company's compensation and benefits policies, including the material terms thereof as they affect the Chief Executive Officer and other executive officers (subject, if applicable, to shareholder approval or ratification), including reviewing, approving and administering any incentive-compensation plans and,

subject to Section IV.4 above, equity-based plans of the Company that are subject to Board approval, including cash-based and equity-based awards and opportunities, grants made thereunder, and employment, severance and change-in-control agreements, if any, as well as any other compensation, ongoing perquisites or special benefit items.

6. *Disclosure.* The Committee shall review and discuss with management the Company's "Compensation Disclosure and Analysis" ("CD&A") as required by United States Securities and Exchange Commission (the "SEC") rules and provide a recommendation to the Board regarding the inclusion of the CD&A within the Company's proxy statement or annual report on Form 10-K, as applicable. The Committee shall prepare the compensation committee report required by SEC rules to be included in the Company's annual proxy statement or annual report on Form 10-K, as applicable.

7. *Say on Pay Votes.* The Committee shall review and recommend to the Board for approval the frequency with which the Company will conduct "Say on Pay" votes, taking into account the results of the most recent shareholder advisory vote on frequency of "Say on Pay" votes required by Section 14A of the Exchange Act, and review and approve the proposals regarding any "Say on Pay" vote and the frequency of any "Say on Pay" vote to be included in the Company's annual proxy statement.

8. *Risk Assessment.* The Committee shall review and assess risks arising from the Company's compensation policies and practices for its employees and whether any such risks are reasonably likely to have a material adverse effect on the Company. The Committee shall also review such other risks related to the Company's employees, including those that may be assigned to it by the Risk Committee.

9. *Compensation Recoupment Policies.* The Committee will administer the Company's Executive Compensation Recoupment Policy and such other compensation recoupment policies that the Company has in effect from time to time.

10. *Reports to the Board of Directors.* The Committee will report regularly to the Board regarding the activities of the Committee.

11. *Committee Self-Evaluation.* The Committee will annually perform an evaluation of the performance of the Committee.

12. *Review of this Charter.* The Committee will periodically review and reassess this Charter and submit any recommended changes to the Board for its consideration.

V. Delegation of Duties

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee. The Committee also has the authority to authorize an officer of the Company to grant compensation or benefits to officers (other than executive officers) and employees, to the extent permitted by and in a manner that is in accordance with applicable law.

VI. Investor Rights Agreement

For so long as the Investor Rights Agreement, dated as of October 1, 2020, entered into among the Company and the shareholder parties thereto is in effect, this Charter will be interpreted to be consistent with such agreement.