

AMC ENTERTAINMENT HOLDINGS, INC.

Compensation Committee Charter

Adopted on December 17, 2013

Revised as of February 22, 2024

I. PURPOSES

The Compensation Committee (the “Committee”) of AMC Entertainment Holdings, Inc. (the “Company”) shall: (A) assist the Company’s Board of Director’s (the “Board”) in developing and overseeing the Company’s executive and employee compensation policies and practices, including (i) determining and approving the compensation of the Company’s Chief Executive Officer (“CEO”) and the Company’s other named executive officers (“NEOs”), (ii) developing, reviewing and approving equity incentive compensation policies and programs, and exercising discretion in the administration of such programs; and (B) review and approve the annual report of the Committee in the proxy required by the rules of the Securities and Exchange Commission (“SEC”) and (iv) administering the Company’s Executive Compensation Clawback Policy (the “Clawback Policy”).

In discharging its role, the Committee is empowered to inquire into any matter that it considers appropriate to carry out its responsibilities, with access to all books, records, facilities and personnel of the Company, and, subject to the direction of the Board, the Committee is authorized and delegated the authority to act on behalf of the Board with respect to any matter necessary or appropriate to the accomplishment of its purposes. The Committee shall have the sole authority to retain, compensate, direct, oversee and terminate outside counsel, compensation consultants, and other advisors hired to assist the Committee, who shall be accountable ultimately to the Committee. The Committee shall set the compensation, and oversee the work, of any outside counsel, compensation consultants, or other advisors retained by the Committee. The Company shall provide adequate resources to support the Committee’s activities, including compensation of the Committee’s counsel, consultants and other advisors.

II. COMMITTEE MEMBERSHIP

The Committee shall consist of three or more members of the Board. Any action taken by the Committee shall be valid and effective, whether or not the members of the Committee at the time of such action are later determined to have satisfied the requirements for membership provided herein. Each member of the Committee shall meet the applicable independence requirements of the New York Stock Exchange (the “NYSE”), including the additional independence requirements specific to compensation committee membership. At least two members of the Committee must qualify as “non-employee directors” for the purposes of Rule 16b-3 promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”).

The members of the Committee shall be appointed by the Board based on recommendations from the Nominating and Corporate Governance Committee of the Board. Except as otherwise directed

by the Board, a director selected as a Committee member shall continue to be a member for as long as he or she remains a director or until his or her earlier resignation, removal from the Committee, or death. Any member may be removed from the Committee by the Board, with or without cause, at any time. The Chair of the Committee (“Chair”) shall be appointed from among the Compensation Committee members ~~by~~, and serve at the pleasure of; the Board, shall preside at meetings of the Committee, and shall have authority to convene meetings, set agendas for meetings, and determine the Committee’s information needs; except as otherwise provided by action of the Committee. In the absence of the Chair at a duly convened meeting, the Committee shall select a temporary substitute from among its members to serve as Chair of the meeting.

III. COMMITTEE MEETINGS

The Committee shall meet on a regularly scheduled basis at least two times per year and additionally as circumstances dictate. The Committee may invite compensation consultants, members of management, outside counsel or other retained consultants to its meetings as it deems appropriate to assist in carrying out its duties and responsibilities. The Committee may act by unanimous written consent of its members.

Notice of meetings shall be given to all Committee members or may be waived, in the same manner as required for meetings of the Board. Meetings of the Committee may be held by means of conference telephone or other communications equipment by means of which all persons participating in the meeting can hear and speak with each other. A majority of the members of the Committee shall constitute a quorum for a meeting and the affirmative vote of a majority of members present at a meeting at which a quorum is present shall constitute the action of the Committee. The Committee shall otherwise establish its own rules of procedure.

IV. KEY RESPONSIBILITIES AND DELEGATION

The following responsibilities are set forth as a guide for fulfilling the Committee’s purposes, with the understanding that the Committee may undertake other and different activities, and the Committee’s activities may diverge from those described below as appropriate under the circumstances.

The Committee, by resolution approved by a majority of the Committee, may form and delegate any of its responsibilities to a subcommittee so long as such subcommittee is solely comprised of one or more members of the Committee, and, if equity compensation is to be considered, at least two members of the subcommittee qualify as “non-employee directors” for the purposes of Rule 16b-3 promulgated under the Exchange Act, and such delegation is not otherwise inconsistent with law and applicable rules and regulations of the SEC and the NYSE.

In addition, the Committee may, by resolution approved by a majority of the Committee, delegate to management the administration of the Company’s incentive compensation and equity-based compensation plans, to the extent permitted by law and as may be permitted by such plans and subject to such rules, policies and guidelines (including limits on the aggregate awards that may be made pursuant to such delegation) as the Committee shall approve, provided that, consistent with paragraphs 4, 5, 6 and 7 below, the Committee shall determine and approve the awards made under such plan to any executive officer and any other member of senior management as the

Committee shall designate and shall at least annually review the awards made to such other members of senior management as the Committee shall designate.

In such manner as the Committee determines is appropriate to fulfill its purposes, the Committee shall:

1. establish and review the objectives of the Company's management compensation programs and its basic compensation policies and establish the appropriate compensation strategy for executives and all employees;
2. review and approve the peer group utilized for compensation comparisons;
3. develop, review and approve corporate goals and objectives relevant to the compensation of the CEO and other NEOs, including annual and long-term performance goals, targets, and objectives;
4. in determining, setting, or approving annual short-term compensation arrangements, the Committee shall take into account the particular executive's performance as it relates to both legal compliance and compliance with the Company's internal policies and procedures. This shall not affect payments or benefits that are required to be paid pursuant to the Company's plans, policies, or agreements;
5. evaluate at least annually the performance of the CEO and the Company's other NEOs against corporate goals and objectives including the annual performance objectives and the results of the most recent stockholder advisory vote on executive compensation ("Say on Pay Vote") required by Section 14A of the Exchange Act, and, based on this evaluation, determine and approve, subject to such further action of the Board as the Board shall determine, the compensation (including any awards under any equity-based compensation or non-equity-based incentive compensation plan of the Company and any material prerequisites) for the NEOs based on this evaluation;
6. provide oversight concerning the succession planning for the CEO and other key executive officers;
7. determine and oversee the share ownership guidelines applicable to Company non-employee directors, executive officers; develop, review, approve and recommend to the Board the adoption of any equity-based compensation plan for employees of or consultants to the Company and any modification of any such plan;
8. review, and make recommendations to the Board regarding, incentive compensation plans and equity-based compensation plans, and where appropriate or required, recommend such plans for approval by the stockholders of the Company, including the ability to adopt, amend and terminate such plans;
9. administer the Company's non-equity incentive compensation plans and equity-based compensation plans, including (i) designation of (a) the employees and consultants to whom the awards are to be granted, (b) the amount of the award or equity to be granted, and (c) the terms and conditions applicable to each award or grant, subject to the provisions of each plan, (ii) deciding whether to adopt, amend or terminate any such plans, in consideration of, among other things, the results of the most recent Say on Pay Vote, and (iii) reviewing at least annually the awards made pursuant to such plans to assure that they are in alignment with the compensation strategy;

10. review, and make recommendations to the Board regarding, any employment agreements and any severance arrangements or plans, including any benefits to be provided in connection with a change in control, for the CEO and other NEOs, which duty shall include the ability to adopt, amend and terminate such agreements, arrangements or plans;
11. in determining, setting or approving termination benefits and/or separation pay to executive officers, the Committee shall take into consideration the circumstances surrounding the particular executive officer's departure from the Company and the executive's performance as it relates to both legal compliance and compliance with Company's internal policies and procedures; this shall not affect payments or benefits that are required to be paid pursuant to Company's plans, policies, or agreements;
12. 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 stockholder advisory vote on frequency of Say on Pay Votes required by Section 14A of the Exchange Act, and review and approve the proposals regarding the Say on Pay Vote and the frequency of the Say on Pay Vote to be included in the Company's proxy statement;
13. develop, review, approve and recommend to the Board the adoption of any executive officer retirement plan or executive officer benefit plan, and any material modification of any such plans;
14. with respect to any compensation consultant, independent legal counsel or other adviser who has been engaged to make determinations or recommendations to the Committee, the Committee shall, annually, or from time to time as the Committee deems appropriate: (i) assess whether the work of any adviser (whether retained by the Committee or management) has raised any conflicts of interest; (ii) review the engagement and the nature of any additional services provided by such adviser to the Committee, to management or to the Company, as well as all remuneration provided to such adviser, (iii) evaluate whether any compensation consultant retained or to be retained by it has any conflict of interest in accordance with Item 407(e)(3)(iv) of Regulation S-K (17 CFR § 229.407(e)(3)(iv)); and (iv) ensure that any compensation consultant retained by the Committee to assist with its responsibilities relating to executive compensation or director compensation shall not be retained by management for any other matters without the prior approval of the Committee.
15. ensure that in retaining or seeking advice from compensation consultants, outside counsel and other advisors (other than the Company's in-house counsel), the Committee takes into consideration the factors specified in Section 303A.05(c)(iv) of the NYSE Listed Company Manual; provided, however, that the Committee may retain, or receive advice from, any compensation advisor they prefer, including ones that are not independent, after considering the specified factors. The Committee is not required to assess the independence of any compensation consultant or other advisor 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 executive officers or directors and that is generally available to all salaried employees or that provides information that is not customized for a particular company or that is customized based on parameters that are not developed by the consultant or advisor, and about which the consultant or advisor does not provide advice;
16. review the Company's incentive compensation arrangements to determine whether they encourage excessive risk-taking; review the relationship between risk management policies

- and practices and compensation, and evaluate compensation policies and practices that could mitigate any such risk;
17. periodically review the Company's strategies, policies, and practices related to human capital, including with respect to company culture, talent management and development, and diversity, equity and inclusion;
 18. review and discuss with management the Compensation Discussion and Analysis disclosure and the related executive compensation information required by SEC regulations and determine whether to recommend to the Board, as part of a report of the Committee to the Board that such disclosure be included in the Company's Annual Report on Form 10-K and any proxy statement for the election of directors (or information statement in lieu thereof);
 19. review the form and amount of director compensation at least annually, and make recommendations thereon to the Board;
 20. oversee shareholder communications, engagement with stockholders and proxy advisory firms on executive compensation matters and review and make recommendations with respect to stockholder proposals related to compensation matters;
 21. conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this charter;
 22. review this charter annually and recommend to the Board any amendments the Committee deems appropriate;
 23. report regularly to the Board on Committee findings and recommendations, any significant issues or concerns that arise at its meetings, and any other matters the Committee deems appropriate or the Board requests, and maintain minutes or other records of Committee meetings and activities;
 24. periodically assess the compensation programs' design, elements, structure and workings to assure they support the overall business strategy of the Company and its operating units and that it remains economically viable and aligned with performance;
 25. administer, interpret and enforce the Company's Clawback Policy upon the occurrence of an Accounting Restatement (as defined in the Clawback Policy);
 26. review and reassess the adequacy of the Clawback Policy from time to time as the Committee deems appropriate and approve such changes to the Clawback Policy as the Committee deems necessary; and
 27. approve written procedures, prepared by Company management, that:
 - a. list out the Financial Reporting Measures (as defined in the Clawback Policy) the restatement of which would lead to a clawback of Incentive-Based Compensation (as defined in the Clawback Policy);
 - b. describe in sequential order the actions necessary if the Clawback Policy is triggered; and
 - c. identify and assign responsibility to appropriate internal and external persons or functions in the event that the Clawback Policy is triggered.