

## Use of ITV Commercial Confidential Information

ITV will from time to time share information with advertising agencies and clients (**Advertisers**) in relation to its airtime and VOD trading agreements. ITV shares such information on a confidential basis subject to and in accordance with ITV's Trading Terms and Conditions (**ITV Terms**), accessible [here](#). Such information may include pricing and other business sensitive information (**ITV Confidential Information**). The ITV Terms prohibit the disclosure or use of ITV Confidential Information, save in specific prescribed circumstances or as otherwise permitted by ITV in writing.

Advertisers and their auditors (**Auditors**) recognise that they do not have any rights to such Confidential Information (unless otherwise provided in any written agreement with ITV or conferred by any applicable law). To the extent that an Advertiser shares ITV Confidential Information with its Auditors or instructs its Auditors to seek ITV Confidential Information from ITV (in each case having been authorised to do so by ITV) the confidentiality obligations in the relevant ITV Terms shall apply and such information may be used solely for purposes expressly permitted by ITV in writing.

Any other use of ITV Confidential Information by Auditors or Advertisers is strictly prohibited. Without prejudice to the generality of the foregoing, Auditors (or Advertisers) may not use ITV Confidential Information in any way to prepare and disseminate industry benchmarking reports, or for the purposes of advising their clients on business pitches, unless otherwise expressly agreed by ITV in writing.

ITV shall for the avoidance of doubt be entitled to revoke any authority to use ITV Confidential Information previously granted to any Auditor or Advertiser at any time, for any or no reason.

Where an Auditor (or Advertiser) reports ITV Confidential Information to any third party (having been authorised to do so by ITV), ITV shall be entitled to require the Auditor (or Advertiser if applicable) to provide ITV with a copy of any such report, in which case the copy shall be provided to ITV promptly.

Advertisers and Auditors are advised that ITV takes any unauthorised sharing or usage of ITV Confidential Information very seriously and should consider the regulatory implications of any such acts (including, without limit, those relating to anti-competitive practices).

23 January 2023