



CHARTER OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS

PURPOSE

The Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of CURO Group Holdings Corp., a Delaware corporation (the “Company”), is appointed by the Board for the purpose of:

- assisting the Company in structuring its compensation plans, policies and programs (a) to attract and retain the best available personnel for positions of substantial responsibility with the Company, (b) to provide incentives for such persons to perform to the best of their abilities for the Company and (c) to promote the success of the Company’s business;
- considering the results of the most recent stockholder advisory vote on executive compensation when required by Section 14A of the Securities Exchange Act of 1934, as amended (the “Act”); and
- performing such other functions as provided in this Compensation Committee Charter (this “Charter”).

COMMITTEE MEMBERSHIP

A. Committee Members

The members of the Committee (collectively, the “Members” and each, individually, a “Member”) shall be appointed by the Board and shall serve at the discretion of the Board. Any Member may be removed from the Committee, with or without cause, by the Board. The Committee shall consist of at least three Members, each of whom shall be a member of the Board.

B. Membership Requirements

Members of the Committee must meet the following criteria as well as any additional criteria required by applicable law, the rules and regulations of the Securities and Exchange Commission (the “SEC”) and the New York Stock Exchange (“NYSE”): (a) each Member shall meet the independence requirements of the Act and the rules set forth in the NYSE Listed Company Manual, as they may be amended from time-to-time (such listing standards, the “NYSE Rules”); and (b) at least two Members shall be “non-employee directors” as defined in Rule 16b-3 promulgated under

Section 16 of the Act. In addition, members of the Committee may not receive any compensation from the Company, except the fees that they receive for service as a member of the Board or any committee thereof or as otherwise permitted by applicable law, the rules of the SEC and the NYSE Rules. Any such compensation shall be approved by the Board.

DUTIES AND RESPONSIBILITIES

In fulfilling its purposes as stated in this Charter, the Committee shall undertake the specific duties and responsibilities listed below and such other duties and responsibilities as the Board shall from time to time prescribe, and shall have all powers necessary and proper to fulfill all such duties and responsibilities. The Committee shall:

A. Senior Management Performance Evaluations and Compensation

1. With respect to the Chief Executive Officer of the Company (the “CEO”), annually:
(a) review and recommend to the full Board for approval the corporate goals and objectives relevant to his or her compensation; (b) review his or her performance in light of corporate goals and objectives and report to the Board on its evaluation; and (c) based on said evaluation, review and recommend to the full Board for approval his or her (i) salary, (ii) incentive compensation, including the specific performance measures, goals and amounts, (iii) equity compensation, (iv) any employment agreement, severance or termination arrangement or change of control protections, as applicable, and (v) any other benefits, compensation or similar arrangements (including, without limitation, perquisites and any other form of compensation such as a signing bonus or payment of relocation costs).

Note: the CEO may not be present during voting or deliberations on his or her compensation.

(a) With respect to all other individuals deemed to be “officers” of the Company under Rule 16a-1(f) promulgated under the Act (“Senior Management”), annually: review and approve the corporate goals and objectives relevant to their compensation; (b) review their performance in light of corporate goals and objectives; and (c) based on said evaluations, review and approve (i) through (v) in paragraph 1.c. above for such individuals.

B. Compensation Plans

1. Oversee the Company’s overall compensation philosophy, including recommending to the Board the adoption, amendment and termination of such philosophy.
2. Review and make recommendations to the Board with respect to all non-equity incentive compensation plans, policies and benefit programs for Company employees, and oversee the administration of such plans.
3. Review and approve any new non-equity incentive plans as well as any payments made thereunder, including, but not limited to, setting target amounts thereunder

and certifying the level of achievement of applicable performance criteria for Senior Management.

4. Administer, or monitor the administration of, the Company's incentive-compensation plans and equity-based plans as in effect and adopted from time to time by the Board and the Company's stockholders, as applicable, including the adoption, amendment and termination of such plans.
5. Review and approve equity awards granted under such plans and otherwise, including awards required for complying with any tax, securities or other regulatory requirement (including the NYSE Rules).
6. Periodically review and recommend to the Board for approval compensation and benefits, including equity awards, for directors for Board and committee service.
7. Conduct a periodic review of the components and amount of director compensation in relation to other similarly situated companies and make a report to the Board.
8. Review an annual compensation-risk assessment report and consider whether the Company's compensation policies and practices contain incentives for executive officers and employees to take risks in performing their duties that are reasonably likely to have a material adverse effect on the Company. Review and discuss with management any additional disclosures that may be required in the Company's annual proxy statement (the "Proxy Statement") or Annual Report on Form 10-K (the "10-K") regarding such risks.

C. Compliance and Governance

1. Review and discuss with the Company's management the "Compensation Discussion and Analysis" (the "CD&A") required to be included in the Company's Proxy Statement or 10-K filed with the SEC, and approve that the CD&A be included in such Proxy Statement or 10-K.
2. Prepare the Committee Report required by the rules and regulations of the SEC to be included with the Company's Proxy Statement or 10-K.
3. Develop and recommend for adoption by the Board, a formal succession plan for the CEO and Senior Management.
4. If applicable, oversee the Company's submissions to stockholders on executive compensation matters, including advisory votes on executive compensation (the "Say on Pay Vote") and the frequency of the Say on Pay Vote, incentive and other executive compensation plans, and amendments to such plans (to the extent required) and engage with proxy advisory firms and other stockholder groups on executive compensation matters.
5. Establish any stock ownership guidelines for directors, executives and other

appropriate employees, and monitor compliance with the guidelines.

D. Additional Duties and Responsibilities

1. Jointly, with the Nominating and Corporate Governance Committee, review and reassess the adequacy of this Charter annually and submit any recommended changes to the Board for approval.
2. Jointly, with the Nominating and Corporate Governance Committee, review and assess the performance and effectiveness of the Committee at least annually and report the results to the Board.
3. Report regularly to the Board regarding its activities and recommendations. Such reporting to the Board may take the form of an oral report by the chairperson of the Committee or any other Member of the Committee designated by the Committee.
4. Discharge any other duties or responsibilities delegated to the Committee by the Board.
5. Take any other actions that the Committee deems necessary or proper to fulfill the purposes and intent set forth in this Charter.

STRUCTURE AND MEETINGS

The Committee shall conduct its business and meetings in accordance with this Charter, the Company's bylaws and any direction set forth by the Board. A chairperson of the Committee shall be designated by the Board or, in the absence of such a designation, by a majority of the Members. The chairperson of the Committee shall be responsible for leadership of the Committee, including preparing the agenda, presiding over Committee meetings, making Committee assignments and regularly reporting the Committee's actions to the Board.

The Committee shall determine its own rules and procedures, including designation of a chairperson pro tem in the absence of the chairperson, and designation of a secretary, who need not be a Member of the Committee. The secretary or his or her designee will attend Committee meetings and prepare minutes, indicating which Members of the Committee were present, and summarizing the discussions, decisions, recommendations and agreements reached. The minutes and the attachments considered necessary will be filed with the books and records of the Company and will be available for examination by auditors and regulators as required by law or audit practices. Any member of the Board shall be provided with copies of such Committee minutes, if requested.

The Committee will meet as often as it determines to be necessary and appropriate, but not less than quarterly each year, at such times and places as the Committee determines. Members may participate in a meeting through use of conference telephone or similar communications equipment, so long as all Members participating in such meeting can hear one another, and such participation shall constitute presence in person at such meeting. The chairperson of the Committee or a majority of the Members may call special meetings of the Committee upon notice as is required

for special meetings of the Board in accordance with the Company's bylaws. A majority of the appointed Members, but not less than two Members, shall constitute a quorum for the transaction of business. The Committee shall act on the affirmative vote of a majority of Members present at a meeting at which a quorum is present. Should there be a tie in the voting on a particular matter, the chairperson of the Committee shall decide the tie with his or her vote. The Committee may act by unanimous written consent (which may include electronic consent) in lieu of a meeting in accordance with the Company's bylaws.

The Committee shall meet periodically with members of Senior Management as deemed appropriate by the Committee. The Committee may invite to its meetings any director, officer or employee of the Company and such other person as it deems appropriate in order to carry out its responsibilities. The Committee may meet with any person or entity in executive session as desired by the Committee.

The Committee may form subcommittees for any purpose that the Committee deems appropriate; provided, that any such subcommittee be composed entirely of independent directors and have a charter. The Committee may delegate to such subcommittees such power and authority as the Committee deems appropriate. If designated, any subcommittee will establish its own schedule and maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board. The Committee shall not delegate to a subcommittee any power or authority required by law, regulation or NYSE Rule to be exercised by the Committee as a whole.

AUTHORITY AND RESOURCES

The Committee is granted the authority and resources necessary to discharge its responsibilities or to investigate any matter brought to its attention. The Committee shall be given full access to Senior Management, as well as the Company's books, records, facilities and other personnel. The Committee shall have the authority, in its sole discretion, to select, retain and terminate any of the legal counsel, compensation consultants or other advisors ("Advisors") as it determines necessary to assist with the execution of its duties and responsibilities as set forth in this Charter, and, if necessary, to institute special investigations. The Committee shall have direct responsibility for and shall set the compensation and oversee the work of any Advisors retained by the Committee. The Committee may request any officer, employee or Advisor to attend a meeting of the Committee, meet with any Member of the Committee, or provide any pertinent information to the Committee or to any other person or entity designated by the Committee.

Prior to selecting and receiving advice from any Advisors (other than the Company's in-house legal counsel), the Committee must take into consideration all factors relevant to the Advisor's independence, including independence factors set forth in applicable rules of the SEC and the NYSE Rules, including whether the Advisor has any conflict of interest. The Committee may retain, or receive advice from, any Advisor it prefers, including Advisors that are not independent, after considering the requisite independence factors. Unless required by applicable rules and regulations, the Committee is not required to assess the independence of any Advisor that only provides advice with respect to a plan that does not discriminate in favor of executive officers or directors and that is generally available to all salaried employees. Additionally, unless required by applicable rules and regulations, the Committee is not required to assess the independence of any such Advisor that provides information that is not customized for a particular company or that is

customized based on parameters that are not developed by the Advisor, and about which the Advisor does not provide advice.

The Company shall provide the Committee with appropriate funding, as determined by the Committee, for the payments of:

- compensation to any Advisors employed by the Committee in carrying out its duties, as authorized by the immediately preceding paragraphs; and
- ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Nothing herein shall be construed to (a) require the Committee to implement or act consistently with the advice or recommendations of any Advisor to the Committee; or (b) affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties.

MINUTES

The Committee shall maintain written minutes of its meetings in paper or electronic form, which minutes shall be filed with the minutes of the meetings of the Board.

AMENDMENTS AND DISCLOSURE

The Board may amend this Charter from time to time in its discretion and consistent with its duties and responsibilities to the Company and its stockholders. This Charter will be made available on the Company's website.