

WORLD FUEL SERVICES CORPORATION
TECHNOLOGY AND OPERATIONS COMMITTEE CHARTER

PURPOSE

The Technology and Operations Committee (the “Committee”) was established by the Board of Directors (the “Board”) of World Fuel Services Corporation (the “Company”). The primary purpose of the Committee is to assist the Board in overseeing the Company’s significant technology and operations initiatives.

COMPOSITION

The Committee shall consist of at least two members. All members of the Committee shall be members of the Board who are not employees of the Company. The members of the Committee shall be appointed by the Board based on the recommendation of its Governance Committee, and may be replaced at any time by the Board.

MEETINGS

The Committee will meet as frequently as necessary to fulfill its duties and responsibilities, but not less than four times annually. Representatives of management may be invited to attend part or all of any meeting of the Committee.

RESPONSIBILITIES AND DUTIES

The responsibilities and duties of the Committee are to:

- Review and discuss with management the financial, tactical and strategic benefits of significant technology and operations initiatives.
- Review and discuss with management the Company’s progress on significant technology and operations projects and initiatives.
- Review and, as appropriate, make recommendations to the Board regarding significant technology investments in support of the Company’s technology strategy.
- Review and discuss, as and when appropriate, the Company’s technology and operations policies.
- Review and discuss with management the Company’s programs relating to business continuity and disaster recovery.

- Review and discuss with management, as and when appropriate, the Company's risks related to technology and operations initiatives, including regulatory, environmental and other significant technology-related risks.
- Consult with the Audit Committee of the Board regarding technology and operations systems and processes that relate to or affect the Company's internal control systems, information security, fraud and cybersecurity risks (including assisting in the review of cybersecurity risks against the Company's risk management methodologies and the steps management has taken to monitor and control such exposures).
- Report regularly to the Board with respect to the performance of the Committee's responsibilities and duties.
- Review and update this Charter periodically and recommend any proposed changes to the Board for approval.
- Perform an annual evaluation of the performance of the Committee.

In performing its responsibilities, the Committee shall have the authority to retain and terminate or obtain the advice of consultants, outside legal counsel and other advisors as the Committee may deem appropriate. Committee members may rely in good faith on information, opinions, reports or statements prepared or presented by:

- One or more officers or employees of the Company whom the Committee member reasonably believes to be reliable and competent in the matters presented;
- Counsel, independent auditors, technology experts or other persons as to matters which the Committee member reasonably believes to be within the professional or expert competence of such person; and
- Another committee of the Board as to matters within its designated authority which committee the Committee member reasonably believes to merit confidence.

Adopted: May 5, 2006

Last amended: September 6, 2018