

fuboTV Inc.

CORPORATE GOVERNANCE GUIDELINES

(Adopted on and Effective as of July 28, 2021)

A. OVERVIEW.

The Board of Directors (the “**Board**”) of fuboTV Inc. (the “**Company**”) has adopted the following Corporate Governance Guidelines (the “**Guidelines**”) to assist the Board in the exercise of its responsibilities and to serve the interests of the Company and its shareholders in a manner that is consistent with the Board’s fiduciary duties.

B. THE BOARD AND DIRECTORS.

1. Generally. The Board’s principal duty is to exercise its powers in accordance with applicable, law, its fiduciary duties to the Company and in a manner it reasonably believes to be in the best interests of the Company and its shareholders, including as set forth in these Guidelines. It is also the Board’s duty to oversee senior management in the competent and ethical operation of the Company. To satisfy these responsibilities, the Board expects its members to take a proactive approach to their duties and function as active monitors of corporate management. Accordingly, the directors shall provide oversight in the formulation of the long-term strategic, financial and organizational goals of the Company and of the plans designed to achieve those goals. In addition, the Board reviews and approves Company standards and policies to ensure that management carries out their day-to-day operational duties in a competent and ethical manner and consistent with high standards of responsible conduct and ethics.

2. Size. The number of directors that constitutes the Board will be fixed from time to time by a resolution adopted by the Board in conformity with the Company’s Articles of Incorporation as in place from time to time (the “**Articles**”) and bylaws as in place from time to time (the “**Bylaws**”). The Nominating and Corporate Governance Committee of the Board (the “**Governance Committee**”) shall periodically review the size of the Board to ensure that the current number of directors most effectively supports the Company.

3. Composition and Independence. Except as otherwise permitted by the applicable New York Stock Exchange (“**NYSE**”) rules, the board will be comprised of a majority of directors who qualify as independent directors (the “**Independent Directors**”) as required under NYSE rules.

4. Lead Independent Director. If the Board does not have an independent Chairperson, the Board may appoint a lead independent director (the “**Lead Independent Director**”). If appointed, the Lead Independent Director will be responsible for calling separate meetings of the independent directors, determining the agenda and serving as chairperson of meetings of independent directors, reporting to the Chief Executive Officer (the “**CEO**”) and the Chairperson of the Board regarding feedback from executive sessions, serving as spokesperson for the Company as requested and performing such other responsibilities that may be designated by a majority of the independent directors from time to time. If a Lead Independent Director is appointed, his or

her identity will be disclosed in the Company's annual proxy statement or published on the investor relations page of the Company's website.

5. Executive Sessions of Non-Management Directors. The non-management directors will meet in executive sessions without management directors or management present on a regularly scheduled basis. In addition, if the non-management directors include directors who are not independent directors, the independent directors will meet in executive session at least once per year.

6. Director Qualifications.

- (a) The Governance Committee is responsible for periodically reviewing and assessing with the Board desired qualifications, expertise and characteristics sought of Board members. While the Board has not established specific minimum qualifications for Board members, the Governance Committee and the Board may also consider the following criteria as well as any other factor that they deem to be relevant such as character, professional ethics and integrity, judgment, business acumen, proven achievement and competence in one's field, the ability to exercise sound business judgment, tenure on the Board and skills that are complementary to the Board, an understanding of the Company's business, an understanding of the responsibilities that are required of a member of the Board, other time commitments, diversity with respect to professional background, education, race, ethnicity, gender, age and geography, as well as other individual qualities and attributes that contribute to the total mix of viewpoints and experience represented on the Board (the "**Director Criteria**"). The Board should represent the balanced, best interests of the shareholders as a whole rather than special interest groups or constituencies. In addition, the Board will consider whether there are potential conflicts of interest with the candidate's other personal and professional pursuits.
- (b) The Governance Committee and the Board evaluate each director in the context of the membership of the Board as a group, with the objective of maintaining a Board that can best perpetuate the success of the business and represent shareholder interests through the exercise of sound judgment using its diversity of backgrounds and experiences in various areas. In determining whether to recommend a director for re-election, the Governance Committee also considers the director's past attendance at meetings, participation in and contributions to the activities of the Board and the Company and other qualifications and characteristics set forth in the charter of the Governance Committee.

7. Changes in Employment.

- (a) Each director must ensure that other existing and anticipated future commitments do not materially interfere with his or her service as a director.

- (b) Upon termination of employment with the Company, any employee director must notify the chairperson of the Governance Committee. The chairperson of the Governance Committee shall assess the appropriateness of such director remaining on the Board and shall recommend to the Board whether to request that such director tender his or her resignation from the Board and all committees thereof.
- (c) Upon a change in employment with his or her principal employer, any non-employee director shall promptly inform the chairperson of the Governance Committee (or, if the director is the chairperson of the Governance Committee, the chairperson of the Board or the Lead Independent Director (if one is appointed)). The chairperson of the Governance Committee, chairperson of the Board or Lead Independent Director, as applicable, shall assess the appropriateness of such non-employee director remaining on the Board and shall recommend to the Board whether to request that such non-employee director tender his or her resignation from the Board and all committees thereof.

8. No Limitation on Other Board Service. Directors should advise the Governance Committee of any invitations to join the board of directors of any other company or entity or changes to their committee membership prior to accepting the directorship or committee membership. The Board does not believe that its members should be prohibited from serving on boards of other organizations and has not adopted any guidelines limiting such activities. However, the Board will take into account the nature of and time involved in a director's service on other boards and/or committees in evaluating the suitability of individual director candidates and current directors and making its recommendations to the Company's shareholders. Service on other boards and/or committees should be consistent with the Company's conflict of interest policies set forth below.

9. Policies and Procedures for Director Candidates

- (a) In its evaluation of director candidates, including the members of the Board eligible for re-election, the Governance Committee will consider the following: the current size and composition of the Board and the needs of the Board and the respective committees of the Board; the Director Criteria; and other factors that the Governance Committee may consider appropriate. In evaluating the Director Criteria, the Governance Committee does not assign any particular weighting or priority to any of those factors.
- (b) The Governance Committee considers recommendations for candidates to the Board from shareholders. Shareholders may recommend director nominees for consideration by the Governance Committee by writing to the Secretary of the Company. The recommendation must include the candidate's name, home and business contact information, detailed biographical data, relevant qualifications, a signed letter from the candidate confirming willingness to serve, information regarding any relationships between the candidate and the Company and evidence of the recommending

shareholder's ownership of Company stock. Such recommendations must also include a statement from the recommending shareholder in support of the candidate. Shareholder recommendations must be received by December 31st of the year prior to the year in which the recommended candidates will be considered for nomination. Following verification of the shareholder status of the person submitting the recommendation and verification that all requirements have been met, all properly submitted recommendations will be promptly brought to the attention of the Governance Committee and considered in the same manner as candidates recommended to the Governance Committee from other sources.

- (c) Shareholders that instead desire to nominate persons directly for election to the Board at the Company's annual meeting of shareholders must meet any deadlines or other requirements set forth in the Bylaws, as amended from time to time, and the rules and regulations of the Securities and Exchange Commission.
- (d) These policies and procedures for director candidates are administered by the Governance Committee.

10. Directors Who Become Aware of Circumstances that May Adversely Reflect Upon the Director or the Company. When a director, including any director who is currently an officer or employee of the Company, becomes aware of circumstances that may adversely reflect upon the director, any other director, or the Company, the director should notify the Governance Committee of such circumstances. The Governance Committee will consider the circumstances and may in certain cases request the director to cease the related activity or, in more severe cases, request that the director submit his or her resignation from the Board.

11. Term Limits. Term limits may result in the loss of long-serving directors who over time have developed unique and valuable insights into the Company's business and therefore can provide a significant contribution to the Board. Because each director is periodically subject to election by the Company's shareholders, the Board does not believe it is in the best interests of the Company to establish term limits.

12. Compensation. The Board believes that director compensation should fairly pay directors for work required in a business of the Company's size and scope, and that compensation should align directors' interests with the long-term interests of stockholders. The compensation of directors will be approved by the Compensation Committee of the Board (the "**Compensation Committee**"). The Compensation Committee shall review the competitiveness of the Company's director compensation. This review may be conducted with the assistance of outside compensation advisors and/or the Company's senior management, as appropriate. Any Company employee serving on the Board will not receive additional compensation for the employee's service as a director. Except as otherwise permitted by the applicable NYSE rules, members of the Audit Committee of the Board (the "**Audit Committee**") and Compensation Committee may not directly or indirectly receive any compensation from the Company other than their directors' compensation, including any compensation for service on committees of the Board and the receipt of equity incentive awards.

13. Interaction with the Press and Other Third Parties. The Board believes that managementspeaks for the Company. Each director should refer all inquiries from the press or other third parties regarding the Company's operations to management. Individual Board members may, fromtime to time, at the request of the management, meet or otherwise communicate with various constituencies that are involved with the Company. If comments from the Board are appropriate, they should, in most circumstances, come from the Chairperson of the Board or the LeadIndependent Director (if one is appointed) in compliance with the Company's External Communications Policy.

14. Access, Resources, Reliance on Information and Others.

- (a) The Board and its directors shall at all times have direct, independent and confidential access to the Company's executive officers, management and personnel to carry out the Board's purposes and fulfill its duties. The Board is authorized to obtain, at the Company's expense, data, advice, consultation and documentation as the Board considers appropriate and to retain consultants, independent counsel or other advisers to advise or assist the Board in the performance of any of its responsibilities and duties or for any other matter related to the Board's purposes.
- (b) A director is entitled when discharging his or her duties to rely in good faith onreports or other information provided by the Company's management, its independent auditors, legal counsel or other advisors as to matters the memberreasonably believes to be within such other person's professional or expert competence and who has been selected with reasonable care by or on behalf ofthe Company.
- (c) Nothing in these Guidelines is intended to preclude or impair the protection provided under applicable law for good faith reliance by directors on reports, advice or other information provided by others (including reports, advice or other information provided by the Company's management, legal counsel, consultants, independent auditors or independent professional advisers retainedby the Board).

15. Director Orientation and Continuing Education. The directors and the Company are committed to ensuring that all directors receive orientation and continuing education. Management oversees the Company's director orientation and continuing education programs.

C. BOARD MEETINGS; SHAREHOLDER MEETINGS, INVOLVEMENT OF SENIORMANAGEMENT.

1. Annual Self-Evaluation. The Governance Committee will oversee an annual self-evaluation of the Board and its committees.

2. Board Meeting Attendance. The Board will meet on a periodic basis, in person or by teleconference, at such times and places as the Board determines. If there is a Lead Independent Director, he or she will set the agenda for each Board meeting in consultation with the CEO; otherwise, the Chairperson of the Board will set the agenda. Each director is free to suggest items

for inclusion on the agenda. Directors are expected to attend each meeting, to invest the time and effort necessary to understand the Company's business and financial strategies and challenges. The basic duties of the directors include being prepared for and attending Board meetings and actively participating in Board discussions. Directors are also expected to make themselves available outside of Board meetings for advice and consultation. A director who is unable to attend a Board or committee meeting should notify the Chairperson of the Board or the Lead Independent Director (if one is appointed) or the committee chairperson, as applicable, and the CEO in advance of the meeting.

3. Annual Meeting of Shareholders Attendance. Each director is strongly encouraged to attend the Company's annual meetings of shareholders.

4. Attendance of Non-Directors. The Board encourages invitations to management and outside advisors or consultants from time to time to participate in Board or committee meetings to (a) make presentations and provide insight into items being discussed by the Board that involve the invitee and (b) bring managers with high potential into contact with the Board. Attendance of any non-directors at Board meetings is at the discretion of the Board.

5. Advance Receipt of Meeting Materials. Information regarding the topics to be considered at a meeting is essential to the Board's understanding of the business and the preparation of the directors for a productive meeting. To the extent feasible, the meeting agenda and any written materials relating to each Board meeting will be distributed to the directors sufficiently in advance of each meeting to allow for review of the agenda and materials. Directors are expected to have reviewed and be prepared to discuss all materials distributed in advance of any meeting.

D. COMMITTEE MATTERS.

1. Number, Names, Responsibilities and Independence of Committees. The Board currently has three standing committees: the Audit Committee, Compensation Committee and Governance Committee. From time to time, the Board may form or disband an *ad hoc* or standing Board committee, depending upon the circumstances. Each committee will perform its duties as assigned by the Board in compliance with applicable law, the Bylaws, the rules and regulations of the NYSE, these Guidelines and the applicable committee's charter.

2. Assignment and Rotation of Committee Members. Based on the recommendation of the Governance Committee, the Board shall appoint committee members and committee chairpersons according to criteria set forth in the applicable committee charter and other criteria that the Board determines to be relevant to the responsibilities of each committee, in accordance with applicable laws, rules and regulations. Committee membership and the position of committee chairpersons will not be rotated on a mandatory or regular basis unless the Board determines that rotation is in the best interest of the Company.

E. LEADERSHIP DEVELOPMENT

1. Succession Planning. The Governance Committee will work with the CEO to plan for CEO succession, as well as to develop plans for interim succession for the CEO in the event the need for a successor arises unexpectedly. The Governance Committee will also work with the

CEO and appropriate members of management to plan for succession of each of the other senior executives, as well as to develop plans for interim succession of such executives in the event the need for a successor arises unexpectedly.

F. DIRECTOR COMMUNICATIONS.

1. Communications Generally. In cases where shareholders and other interested parties wish to communicate directly with the Company's non-management directors, messages should be in writing and should be sent to the General Counsel by mail to the principal executive office of the Company.

2. Review. The Company's General Counsel, in consultation with appropriate directors as necessary, shall review all incoming communications and screen for communications that (1) are solicitations for products and services, (2) relate to matters of a personal nature not relevant for the Company's shareholders to act on or for the Board to consider and (3) matters that are of a type that render them improper or irrelevant to the functioning of the Board or the Company, including without limitation, mass mailings, product complaints or inquiries, job inquiries, business solicitations and patently offensive or otherwise inappropriate material. If appropriate, the Company's General Counsel will route such communications to the appropriate director(s) or, if none is specified, to the Chairperson of the Board or the Lead Independent Director (if one is appointed) if the Chairperson of the Board is not independent. The Company's General Counsel may decide in the exercise of his or her judgment whether a response to any communication is necessary and shall periodically report to the Governance Committee regarding any communications received for which the General Counsel has responded.

3. Application. These policies and procedures for communications with the non-management directors are administered by the Governance Committee. These policies and procedures do not apply to (a) communications to non-management directors from officers or directors of the Company who are shareholders or (b) shareholder proposals submitted pursuant to Rule 14a-8 under the Securities Exchange Act of 1934, as amended.

4. Requests. Any requests for investor relations materials should be made to the Company's Investor Relations Department.

G. INTERPRETATION.

These Guidelines shall be interpreted and construed in the context of all applicable laws, rules and regulations and the Articles, the Bylaws and other corporate governance policies of the Company.

H. AMENDMENTS.

The Board reserves the right to amend these Guidelines at any time, for any reason, subject to applicable laws, rules and regulations.

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