



CHARTER OF THE FINANCE COMMITTEE

OF THE BOARD OF DIRECTORS OF SATELLOGIC INC.

(EFFECTIVE AS OF DECEMBER 21, 2022)

PURPOSE

The purpose of the Finance Committee (the **“Finance Committee”**) of the Board of Directors (the **“Board”**) Satellogic Inc. (the **“Company”**) shall be to:

- Assist the Board with monitoring and overseeing the Company's financial performance and, in particular, its liquidity position and capital expenditures (“CAPEX”), and collaborate with the officers and staff of the Company concerned with the Company's finances so as to monitor the financial performance of the Company.
- Monitor and oversee the Company's financial performance and provide recommendations to the Board on the Company's capital management strategy.
- Subject to the parameters set forth by the Board from time to time, oversee, review and approve, as necessary or appropriate, the Company's key treasury and financing activities including, but not limited to, delegation of authority matrix, investment policy, capital structure and fundraising.
- Determine the terms of and approve transactions between the Company and one or more members of the group of companies and entities (together, the “Satellogic Group”) that the Company is the direct or indirect parent of (irrespective of how many intermediate parent companies or entities exist between the Company and such other companies or entities).
- Cause the Company or any other member of the Satellogic Group (as applicable) to incorporate, register or form any new company or other legal entity as a new member of the Satellogic Group from time to time, and to open accounts with any bank or financial institution with respect to any new or existing member of the Satellogic Group.

The Finance Committee has the authority to undertake the specific duties and responsibilities as are enumerated in or consistent with this charter, and will have



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the authority to undertake such other specific duties as the Board from time to time prescribes.

This charter is not intended to create obligations of the Company or the Finance Committee or Board beyond those established by applicable laws or regulations. As a result, use of the word “shall,” “should” or “will” with respect to an activity or responsibility, shall be interpreted to create only the legal obligation that would have been imposed on the Company or Finance Committee or Board in the absence of this charter. To the extent that this charter might be interpreted to create any responsibility or obligation beyond that required by law or regulation (a **“Discretionary Responsibility”**), it will be interpreted to not create any material or legally enforceable obligation or responsibility, and any such Discretionary Responsibility may be waived or modified at the full discretion of the Finance

COMPOSITION

1. Membership and Appointment

The Finance Committee shall consist of at least three (3) members of the Board. Members of the Finance Committee shall be appointed by the Board and may be removed by the Board in its discretion.

2. Qualifications

Members of the Finance Committee shall satisfy any qualifications as may be established by the Board from time to time, or as required by applicable law or the rules and regulations of the Securities and Exchange Commission (the **“SEC”**) and Nasdaq rules.

3. Chairperson

The Board may designate a chairperson of the Finance Committee. In the absence of that designation, the Finance Committee may designate a chairperson by majority vote of the Finance Committee members.



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RESPONSIBILITIES AND AUTHORITY

The following are the principal recurring responsibilities and authority of the Finance Committee. The Finance Committee may perform such other functions as are consistent with its purpose and applicable law, rules and regulations and as the Board or the Finance Committee deem appropriate. In carrying out its responsibilities, the Finance Committee believes its policies and procedures should remain flexible, in order to best react to changing conditions and circumstances.

1. Oversight and Monitoring of Financial Performance

The Finance Committee shall:

- Monitor and oversee the Company's financial performance and provide recommendations to the Board on the Company's capital management strategy.
- Assist the Board with monitoring and overseeing the Company's financial performance and, in particular, its liquidity position and CAPEX spending.
- Meet with the officers and staff of the Company concerned with the Company's finances and to collaborate with such officers and staff so as to monitor the financial performance of the Company, and in particular its liquidity position and CAPEX spending.

2. Review and Approve Intercompany Transactions

The Finance Committee shall:

- Determine the terms of and approve transactions ("Intercompany Transactions") between the Company and one or more members of the Satellogic Group that the Company is the direct or indirect parent of (irrespective of how many intermediate parent companies or entities exist between the Company and such other companies or entities) including:



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- the authorization of any dividend (or equivalent distribution or return) by a member of the Satellogic Group that is wholly payable to another member or members of the Satellogic Group;
- the disposal of shares (whether by transfer, redemption or other method of disposal) in one member of the Satellogic Group to another member of the Satellogic Group;
- the making of contributions to the capital or equity of a member of the Satellogic Group by another member of the Satellogic Group;
- the entry into a loan or similar financing arrangement under which one member of the Satellogic Group provides a loan or similar financing arrangement in favor of another member of the Satellogic Group;
- the passing by the Company of resolutions of a member of the Satellogic Group in the Company's capacity as a shareholder, stockholder, member or participant in such other member of the Satellogic Group; and
- the approval for and on behalf of the Company of any deeds, agreements, letters (including offer and acceptance letters), notices, certificates, acknowledgements, receipts, authorizations, instructions, releases, waivers, proxies, appointments of agents for service of process and other documents (whether of a like nature or not) as may in the sole opinion and absolute discretion of the Finance Committee be considered necessary or desirable for the purpose of giving effect to, consummating or completing or procuring the performance and completion of any Intercompany Transactions.

3. Stand Up New Satellogic Group Entities

The Finance Committee may:



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- Cause the Company or any other member of the Satellogic Group (as applicable) to incorporate, register or form any new company or other legal entity as a new member of the Satellogic Group from time to time including, without limitation:
 - subscribing for shares, partnership interests or other forms of participation in any such new company or legal entity;
 - appointing directors, officers, managers or other types of functionaries with respect to any such new company or legal entity; and
 - appointing registered agents, legal counsel and other service providers with respect to any such new company or legal entity.

- Cause the Company or any other member of the Satellogic Group (as applicable) to open an account or accounts from time to time with any bank or financial institution and in this regard from time to time to:
 - approve the terms of service of any bank or financial institution;
 - approve any account opening form (however called) (including, without limitation, any bank or institution account mandate form (however called) and any compliance forms (however called)) required for the purposes of opening and operating an account with a bank or financial institution;
 - designate a person or persons as authorized signatories/authorized persons with respect to any such account with a bank or financial institution; and
 - designate the product(s) and service(s) of any bank or financial institution that shall be availed of.



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4. Review and Approval of Key Treasury and Financing Activities

The Finance Committee may:

- Subject to the parameters set forth by the Board from time to time, oversee, review and approve, as necessary or appropriate, the Company's key treasury and financing activities including, but not limited to, delegation of authority matrix, investment policy, capital structure and fundraising.

5. Additional Authority

The Finance Committee may:

- Cause there to be signed, executed or sealed and dispatched on behalf of the Company all other such documents, instruments or notices (include stock exchange notifications/statements) on behalf of the Company in connection with the exercise of powers delegated to the Finance Committee as the Finance Committee (or any person authorized by the Finance Committee) shall in the Finance Committee's (or such authorized person's) absolute discretion think fit.
- Do such further acts and things on behalf of the Company as the Finance Committee (or any person authorized by the Finance committee) shall deem necessary or appropriate in connection with the exercise of the powers delegated to the Finance Committee.

MEETINGS AND PROCEDURES

1. Meetings

The Finance Committee will set its own schedule of meetings and will meet at such times as it deems necessary or appropriate, but at least once per calendar quarter. The chairperson of the Finance Committee shall preside at each meeting. The chairperson will approve the agenda for the Finance Committee's meetings



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and any member may suggest items for consideration. If a chairperson is not designated or present, an acting chair may be designated by the Finance Committee members present. The Finance Committee may act by unanimous written consent (which may include electronic consent) in lieu of a meeting, which shall constitute a valid action of the Finance Committee if it has been executed by each Finance Committee member and shows the date of execution. Any written consent will be effective on the date of the last signature or electronic consent, as the case may be, and will be filed with the minutes of the meetings of the Board.

2. Reporting to the Board

The Finance Committee shall report regularly to the Board (i) with respect to such other matters as are relevant to the Finance Committee's discharge of its responsibilities and (ii) with respect to such recommendations as the Finance Committee may deem appropriate. The report to the Board may take the form of an oral report by the chairperson or any other member of the Finance Committee designated by the Finance Committee to make such report.

3. Authority to Retain Advisors

The Finance Committee shall have the authority, in its sole discretion, to select and retain any independent counsel, consultant or advisor (each, an **"Advisor"**) to be used by the Company or otherwise as the Finance Committee deems necessary or appropriate to assist with the execution of its duties and responsibilities as set forth in this charter. The Finance Committee shall set the compensation and oversee the work of any Advisors. The Company will provide appropriate funding, as determined by the Finance Committee, to pay any such Advisors hired by the Finance Committee and any administrative expenses of the Finance Committee that the Finance Committee determines are necessary or appropriate in carrying out its activities.

4. Subcommittees

The Finance Committee may form subcommittees for any purpose that the



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Finance Committee deems appropriate and may delegate to such subcommittees such power and authority as the Finance Committee deems appropriate. If designated, any subcommittee will establish its own schedule and procedures. The Finance Committee shall not delegate to a subcommittee any power or authority required by law, regulation or listing standard to be exercised by the Finance Committee as a whole.

5. Committee Performance Charter Review

The Finance Committee shall evaluate its performance annually and review and reassess the adequacy of this charter annually and shall submit any recommended changes to the charter to the Board for approval.

6. Compensation

Members of the Finance Committee may receive such fees, if any, for their service as Finance Committee members as may be determined by the Board (or a committee thereof) in its sole discretion.