

**Eos Energy Enterprises, Inc.**  
**Compensation Committee of the Board of Directors**

**Committee Charter**  
(Effective March 10, 2021, and amended July 23, 2025)

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I. **Purpose of the Committee**

The Compensation Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of **Eos Energy Enterprises, Inc.** (the “Company”) to:

- (a) carry out the Board’s overall responsibility relating to organizational strength and executive compensation;
- (b) assist the Board in overseeing the Company’s employee compensation policies and practices, including (i) determining and approving the compensation of the Company’s Chief Executive Officer (the “CEO”) and the Company’s other executive officers, and (ii) reviewing and approving equity compensation and certain incentive compensation policies and programs, and exercising discretion in the administration of such programs; and
- (c) produce the annual report of the Committee required by the rules of the U.S. Securities and Exchange Commission (“SEC”).

II. **Membership of the Committee**

(a) **Composition of the Committee**

The Committee shall consist of two or more members of the Board. Each member of the Committee must qualify as (i) an independent director and satisfying other requirements under the standards established by the Nasdaq Stock Market LLC (“Nasdaq”), (ii) to the extent required by the Board, a “non-employee director” within the meaning of Rule 16b-3 promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and, (iii) to the extent required by the Board, shall satisfy any other applicable standards of independence under the federal securities and tax laws. In the event that any member of the Committee does not qualify as a “nonemployee director” for purposes of Section 16 of the Exchange Act, then all compensation that is intended to be exempt from Section 16 shall also be approved by the Board or a subcommittee made up of members of the Board who qualify as non-employee directors.

Except as otherwise directed by the Board, a director selected as a Committee member shall continue to be a member for as long as he or she remains a director or until his or her earlier resignation or removal from the Committee. Any member may be removed from the Committee by the Board, with or without cause, at any time. Any vacancy on the Committee shall be filled by a majority vote of the Board. No member of the Committee shall be removed except by majority vote of the Board.

(b) **Chair of the Committee**

The Chair of the Committee shall be appointed from among the members of the Committee by, and serve at the discretion of, the Board. The Chair shall preside at meetings of the Committee and shall have authority to convene meetings, set agendas for meetings, and determine the Committee’s information needs, except as otherwise provided by the Board or the Committee, provided that if the Board does not so designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson. In the absence of the Chair

at a duly convened meeting, the Committee shall select a temporary substitute from among its members to serve as chair of the meeting.

III. **Authority of the Committee**

In performing its duties and responsibilities, the Committee is empowered to inquire into any matter it considers appropriate to carry out its duties and responsibilities, with access to all books, records, facilities and personnel of the Company, and, subject to the direction of the Board, the Committee is authorized and delegated the authority to act on behalf of the Board regarding any matter necessary or appropriate to the accomplishment of its purposes.

The Committee shall have the sole discretion to retain or obtain advice from, oversee, and terminate any compensation consultant, legal counsel or other adviser to the Committee and be directly responsible for the appointment, compensation and oversight of any work of such adviser retained by the Committee, and the Company shall provide appropriate funding (as determined by the Committee) for the payment of reasonable compensation to any such adviser.

IV. **Meetings of the Committee**

The Committee shall meet as often as necessary to carry out its responsibilities, which shall be at least quarterly. The Committee shall establish its own schedule of meetings. Notice of meetings shall be given to all Committee members or may be waived, in the same manner as required for meetings of the Board. Meetings of the Committee may be held by telephone, video conference, and/or any other means of communications by which all persons participating in the meeting can hear and speak with each other. A majority of the members of the Committee shall constitute a quorum for a meeting, and the affirmative vote of a majority of members present at a meeting at which a quorum is present shall constitute the action of the Committee. The Committee may invite the Company's management to its meetings as it may deem desirable or appropriate, consistent with the maintenance of the confidentiality of compensation discussions; provided, however, that the Committee shall meet in executive session and the CEO may not be present during the Committee's voting or deliberations on the compensation of the CEO. The Committee shall otherwise establish its own rules of procedure. The Committee may also act by unanimous written consent of its members.

V. **Delegation of Committee Responsibilities**

The Committee, by resolution approved by a majority of the Committee, may form and delegate any of its responsibilities to a subcommittee so long as such subcommittee is solely comprised of one or more members of the Committee and such delegation is not otherwise inconsistent with law and applicable rules and regulations of the SEC and Nasdaq.

In addition, the Committee may, by resolution approved by a majority of the Committee, delegate to the Company's management, the administration of the Company's incentive compensation and equity based compensation plans, to the extent permitted by law and as may be permitted by such plans and subject to such rules, policies and guidelines (including limits on the aggregate awards that may be made pursuant to such delegation) as the Committee shall approve, provided that, consistent with Section VI below, the Committee shall determine and approve the awards made under such plan to any of the Company's executive officers and any of the Company's other senior management as the Committee shall designate.

VI. **Key Responsibilities of the Committee:**

The following responsibilities of the Committee are set forth as a guide to the Committee for fulfilling the Committee's purposes in such manner as the Committee determines is appropriate with the understanding that the Committee may alter or supplement them as appropriate under the circumstances to the extent permitted by applicable law, rules, and regulations, including the standards specified in the corporate governance rules of the applicable stock exchange on which the Company's stock trades:

- (a) **Executive Recruitment, Development, and Retention:** The Committee has the following responsibilities regarding executive recruitment, development, and retention for the Company:
- (i) oversee the development and implementation of executive recruitment, development, and retention plans, and, in coordination with the Nominating and Corporate Governance Committee of the Board and the CEO and the Company's Chief Human Resources Officer, as appropriate, evaluate and hire potential candidates (both internal and external) for executive positions, including the CEO and the Company's other executive officers;
  - (ii) at least annually, conduct an annual evaluation of the performance of the CEO with input from all members of the Board;
  - (iii) at least annually, review with the CEO, the CEO's assessment of the performance of the Company's other executive officers; and/or
- (b) **Performance Goals:** The Committee has the following responsibilities regarding performance goals of the CEO and the Company's other executive officers:
- (i) establish, review, and approve, on an annual basis, the corporate goals and objectives of the Company's executive compensation programs, its basic compensation policies and annual and long-term performance goals and objectives, including regarding the compensation of the CEO and the Company's other executive officers;
  - (ii) maintain regular contact with the leadership of the Company and evaluate, at least annually, the performance of the CEO and the Company's other executive officers against corporate goals and objectives, including the annual performance objectives and, based on this evaluation, determine and approve, subject to such further action of the Board as the Board shall determine, the compensation (including any awards under any equity-based compensation or non-equity-based incentive compensation plan of the Company and any material perquisites) for the CEO and the Company's other executive officers based on this evaluation;
- (c) **CEO and Executive Compensation:** The Committee has the following responsibilities regarding CEO and Executive Compensation:
- (i) at least annually, determine and approve the compensation level (including any awards under any equity-based compensation or non-equity-based incentive compensation plan of the Company and any material perquisites) for the CEO and the Company's other executive officers as the Committee or the Board may from time to time determine to be appropriate;
  - (ii) at least annually, review the compensation of any of the Company's other senior management as the Committee determines to be appropriate (including any awards under any equity-based compensation of the Company and any material perquisites);
  - (iii) at least annually, review (i) the Company's compensation policies and practices for the Company's executive officers, management, and employees, including any executive incentive compensation plans as well as plans and policies pertaining to

- perquisites, to determine whether they are appropriate, properly coordinated, and achieve their intended purpose(s), and recommend to the Board any appropriate modifications or new plans, programs or policies, (ii) the Company's compensation policies and practices for the Company's executive officers, management, and employees generally to assess whether such policies and practices could lead to excessive risk taking behavior, and the manner in which any risks arising out of the Company's compensation policies and practices are monitored and mitigated and adjustments necessary to address changes in the Company's risk profile; and/o
- (iv) oversee and monitor the Company's other compensation-related policies and practices, including: (i) the Company's stock ownership guidelines for directors and the Company's executive officers; (ii) compliance by the Company with rules regarding equity-based compensation plans for employees and consultants pursuant to the terms of such plans, and the guidelines for issuance of awards as the Board or Committee may establish; and (iii) the Company's recoupment policy and procedures;
- (d) **Equity and Incentive Plans**: The Committee has the following responsibilities regarding the equity and incentive plans of the Company:
- (i) review, approve, and recommend to the Board the adoption of, any equity-based compensation plan for employees of, or consultants to, the Company and any modification of any such plan;
- (ii) administer the Company's equity-based compensation plans for employees of, and consultants to, the Company as provided by the terms of such plans, including authorizing all awards made pursuant to such plans;
- (iii) review, approve, and recommend to the Board the adoption of, any non-equity based incentive compensation plan for the CEO, and the Company's other executive officers, and any material modification of any such plan and review at least annually the awards made pursuant to such plans;
- (iv) review, at least annually, approve, and recommend to the Board the adoption of, any employee retirement plan, and other material employee benefit plan, and any material modification of any such plan;
- (v) review and approve, subject to such further action of the Board as the Board shall determine, any employment, compensation, benefit, or severance agreement with any of the Company's executive officers; and/or
- (e) **Compensation Consultants**: The Committee has the following responsibilities regarding the compensation consultants of the Company:
- (i) regarding any compensation consultant who has been engaged to make determinations or recommendations on the amount or form of executive or director compensation: (i) at least annually or from time to time as the Committee deems appropriate, assess whether the work of any such compensation consultant (whether retained by the Committee or the Company's management) has raised any conflicts of interest; and (ii) review the engagement and the nature of any additional services provided by such compensation consultant to the Committee or to the Company's management, as well as all remuneration provided to such consultant;

- (ii) at least annually, or from time to time as the Committee deems appropriate, and prior to retention of any advisers to the Committee, assess the independence of compensation consultants, legal and other advisers to the Committee, taking into consideration all relevant factors the Committee deems appropriate to such adviser's independence, including factors specified in the listing standards of Nasdaq or SEC regulations; and/or
- (f) **Say-on-Pay & Stockholder Engagement:** The Committee has the following responsibilities regarding say-on-pay and stockholder engagement:
  - (i) at least every six years or more frequently as appropriate, make a recommendation to the Board regarding the frequency with which the Company will conduct a say-on-pay vote;
  - (ii) review and discuss with the Company's management, the Compensation Discussion and Analysis disclosure required by SEC regulations and determine whether to recommend to the Board, as part of a report of the Committee to the Board, that such disclosure be included in the Company's Annual Report on Form 10-K and any proxy statement for the election of directors; as part of this review, the Committee shall consider the results of the most recent stockholder advisory vote on executive compensation ("say-on-pay" vote) required by Section 14A of the Exchange Act;
  - (iii) oversee stockholder communications relating to executive compensation and review and make recommendations regarding stockholder proposals regarding compensation matters; and/or
- (g) **Director Compensation:** The Committee shall review, at least annually, the form and amount of director compensation and make recommendations thereon to the Board; and/or
- (h) **Committee Self-Evaluation:** The Committee shall conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter, and recommend to the Board such amendments of this Charter as the Committee deems appropriate; and/or
- (i) **Committee Reports and Records:** The Committee shall report regularly to the Board regarding the Committee's activities, findings, and recommendations and any other matters that the Committee deems appropriate or the Board requests, and/or maintain minutes or other records of Committee meetings and activities; and/or
- (j) **Other Duties or Responsibilities:** The Committee shall fulfill any other duties or responsibilities the Committee deems necessary or appropriate as are consistent with the purpose of this Charter, the Company's corporate governance documents and applicable law, rules and regulations including the standards specified in the corporate governance rules of the applicable stock exchange on which the Company's stock trades, or as expressly delegated to the Committee by the Board from time to time. The Committee shall undertake such other responsibilities or tasks as the Board may delegate or assign to the Committee from time to time.

Nothing in this Charter is intended to preclude or impair the protection provided in Section 141(e) of the Delaware General Corporation Law for good faith reliance by members of the Committee on reports or other information provided by others.