

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

| | | | | | | | | |
|--|---------|----------|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Wood River Capital, LLC</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>Eos Energy Enterprises, Inc. [EOSE]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/> | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/30/2022</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person <input checked="" type="checkbox"/> | | |
| 4111 E. 37TH STREET NORTH | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) <u>WICHITA KS 67220</u> | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-------------------|---|------------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| <u>5%/6% Convertible Senior PIK Toggle Notes due 2026⁽¹⁾</u> | <u>\$20⁽²⁾</u> | <u>06/30/2022</u> | | <u>J⁽³⁾</u> | | <u>3,087,000⁽³⁾</u> | | <u>06/30/2022</u> | <u>06/20/2026</u> | <u>Common Stock</u> | <u>154,350⁽⁴⁾</u> | <u>\$3,087,000</u> | <u>105,987,000</u> | <u>D⁽⁵⁾</u> | |

| | | |
|--|---------|----------|
| 1. Name and Address of Reporting Person* <u>Wood River Capital, LLC</u> | | |
| (Last) | (First) | (Middle) |
| 4111 E. 37TH STREET NORTH | | |
| (Street) <u>WICHITA KS 67220</u> | | |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* <u>KOCH INDUSTRIES INC</u> | | |
| (Last) | (First) | (Middle) |
| 4111 E. 37TH STREET NORTH | | |
| (Street) <u>WICHITA KS 67220</u> | | |
| (City) (State) (Zip) | | |

Explanation of Responses:

- Eos Energy Enterprises, Inc. (the "Issuer") reissued to Spring Creek Capital, LLC ("Spring Creek") \$100,000,000 in aggregate principal amount of the Issuer's 5%/6% Convertible Senior PIK Toggle Notes due 2026 (the "Notes") pursuant to an indenture with Wilmington Trust, National Association, as trustee, dated April 7, 2022. On May 2, 2022, Spring Creek transferred the Notes to Wood River Capital, LLC ("Wood River"). The Notes are convertible into shares of the Issuer's common stock at the holder's option at any time until the business day prior to the maturity date, based on an initial conversion rate of 49.9910 shares per \$1,000 principal amount of the Notes, subject to customary anti-dilution and other adjustments.
- Represents the effective conversion price per share of common stock based on a conversion rate of 49.9910 shares per \$1,000 principal amount of the Notes.
- On June 14, 2022, the Issuer notified Wood River that, in connection with the interest payment on the Notes, the Issuer had elected to have all accrued and unpaid interest on the Notes to, but not including, the interest payment date of June 30, 2022 paid in-kind as an increase to the principal amount, which resulted in Wood River acquiring an additional \$3,087,000 aggregate principal amount of the Notes (the "PIK Interest Payment").
- Represents 154,350 shares of the Issuer's common stock issuable to Wood River upon conversion of the principal amount represented by the PIK Interest Payment.
- Wood River is beneficially owned by SCC Holdings, LLC ("SCC"), SCC is beneficially owned by KIM, LLC ("KIM"), KIM is beneficially owned by Koch Investments Group, LLC ("KIG"), KIG is beneficially owned by Koch Investments Group Holdings, LLC ("KIGH"), and KIGH is beneficially owned by Koch Industries, Inc. ("Koch Industries"), in each case by means of ownership of all voting equity instruments. Koch Industries, SCC, KIM, KIG, and KIGH may be deemed to beneficially own the shares of the Issuer's common stock beneficially owned by Wood River by virtue of (i) Koch Industries' beneficial ownership of KIGH, (ii) KIGH's beneficial ownership of KIG, (iii) KIG's beneficial ownership of KIM, (iv) KIM's beneficial ownership of SCC and (v) SCC's beneficial ownership of Wood River.

Remarks:

Wood River Capital, LLC /s/ Raffaele G. Fazio, Vice President 11/14/2022 and Secretary
Koch Industries, Inc. /s/ Raffaele G. Fazio, Assistant Secretary 11/14/2022

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.