

ContextLogic Holdings Inc.
Investment Committee Charter

Originally adopted on February 26, 2026

A. Purpose

This Charter sets forth the composition, authority, and responsibilities of the Investment Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of ContextLogic Holdings Inc. (the “**Company**”). The purpose of the Committee is to assist the Board with its oversight of strategic transactions, financings, and other capital allocation determinations of the Company and its direct and indirect subsidiaries (collectively, the “**Company Group**”).

B. Composition

The Committee shall be composed of four Board members, consisting of (i) two Board members who are employees or members of Abrams Capital Management, LLC or any of its controlled affiliates (excluding portfolio investments for this purpose); provided, that, if fewer than two Board members meet the immediately preceding criteria, then the one or two remaining seats (as applicable) instead shall be filled by any other Board member determined by the Board and (ii) two Board members who are employees or members of BC Partners Advisors LP or any of its controlled affiliates (excluding portfolio investments for this purpose); provided, that, if fewer than two Board members meet the immediately preceding criteria, then the one or two remaining seats (as applicable) instead shall be filled by any other Board member determined by the Board. Each Committee member shall serve until his or her resignation from the Committee; provided, that resignation or removal of a Committee member from the Board for any reason will automatically constitute resignation or removal from the Committee. The Chairperson of the Committee shall be any Committee member designated by the Board from time to time.

It is acknowledged that members of the Committee have business interests other than those of the Company. Each member may currently have, and in the future may have, fiduciary and contractual duties to other entities, including Abrams Capital Management, LLC, BC Partners Advisors. L.P., and their controlled affiliates. If a member becomes aware of a business opportunity that is suitable for an entity other than the Company to which such member has then-current fiduciary or contractual obligations (any such opportunity, an “**Alternative Opportunity**”), then, subject to those fiduciary duties under applicable law, it is acknowledged that such member may need to honor such fiduciary or contractual obligations to present the Alternative Opportunity to such entity. If such other entity decides to pursue any such Alternative Opportunity, then it is acknowledged that the Company may be precluded from pursuing the same. The Company renounces any interest or expectancy in, or in being offered an opportunity to participate in, any Alternative Opportunity.

C. **Responsibilities and Duties**

The Committee's main recurring responsibilities and duties are set forth below. This list is intended as a guide, with the understanding that the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the Committee's purpose, the Company's bylaws, and applicable stock exchange rules and regulations.

- Review, evaluate, and either approve or recommend to the Board for approval, as determined by the Committee in its discretion any material acquisition, disposition, or other strategic transaction by any member of the Company Group.
- Review, evaluate, and either approve or recommend to the Board for approval, as determined by the Committee in its discretion any material equity or debt financing of any member of the Company Group.
- Review, evaluate, and either approve or recommend to the Board for approval, as determined by the Committee in its discretion any equity repurchase, dividend, or distribution by any member of the Company Group, other than any such repurchases, dividends, or distributions by and among wholly-owned direct and indirect subsidiaries of the Company.

D. **Meetings and Procedures**

1. **Meetings.** The Committee will meet at least twice each fiscal year, at such times and places as the Committee determines. The Committee shall maintain written minutes of its meetings, which shall be filed with the minutes of the meetings of the Board. The Committee shall be governed by the same rules regarding meetings (including meetings in person or by telephone, teleconference, videoconference, or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.
2. **Attendees.** The Committee may invite to its meetings any director, officer, or employee of the Company, and such other persons, as the Committee deems appropriate to carry out its responsibilities. The Committee also may meet in executive sessions.
3. **Reporting to the Board.** Consistent with this Charter, the Committee shall report regularly to the Board with respect to the Committee's activities and recommendations. The Committee may form subcommittees, and may delegate power and authority to such subcommittees, for any purpose that the Committee deems appropriate.
4. **Authority to Retain Advisors.** The Committee shall have the authority, in its sole discretion, to retain or obtain the advice of independent legal counsel, search firms, or other advisors as it determines necessary to carry out its duties. The Committee shall be directly responsible for the appointment, compensation, retention, termination, and oversight of the work of such advisors. The Company Group must

provide appropriate funding, as determined by the Committee, for payment of reasonable fees to any such advisor retained by the Committee. Any communications between the Committee and legal counsel while obtaining legal advice will be privileged communications of the Company, and the Committee will take all necessary steps to preserve the privileged nature of those communications.

5. **Access to Information.** The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibility with full access to all books, records, facilities, and personnel of the Company Group.
6. **Compensation.** Members of the Committee shall receive any such fees and reimbursement of expenses, if any, for their service as Committee members, as determined by the Board in its sole discretion. Such fees may include retainers or per meeting fees, and shall be paid in such form of consideration as is determined by the Board. Members of the Committee may not receive any compensation from the Company Group, except for the fees that they receive for service as a member of the Board or any committee thereof and reimbursement for reasonable expenses.
