

**ContextLogic Holdings Inc.**  
**US Salt Oversight Committee Charter**

**Originally adopted on February 26, 2026**

**A. Purpose**

This Charter sets forth the composition, authority, and responsibilities of the US Salt Oversight Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of ContextLogic Holdings Inc. (the “**Company**”). The purpose of the Committee is to facilitate the Board’s oversight of US Salt Parent Holdings, LLC and its direct and indirect subsidiaries (collectively, “**US Salt**”).

**B. Composition**

The Committee shall be composed of no fewer than two and no greater than four Board members, consisting of (i) one Board member who is an employee or member of Abrams Capital Management, LLC or any of its controlled affiliates (excluding portfolio investments for this purpose); provided, that, if no Board members meet the immediately preceding criteria, then the seat instead shall be filled by any other Board member determined by the Board, (ii) one Board member who is an employee or member of BC Partners Advisors LP or any of its controlled affiliates (excluding portfolio investments for this purpose); provided, that, if no Board members meet the immediately preceding criteria, then the seat instead shall be filled by any other Board member determined by the Board, and (iii) up to two additional Board members 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 LP, 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.

- Oversee US Salt, including reviewing and approving (i) the US Salt business plan and annual budget, and any material deviations therefrom and (ii) any corporate governance and corporate responsibility matters regarding US Salt.
- Periodically evaluate the Chief Executive Officer of US Salt ("US Salt CEO"), and annually review, determine, and approve all compensation to be paid or awarded to the US Salt CEO.
- Determine any removal or replacement of the US Salt CEO.
- Review, evaluate, and determine the hiring of any candidates for filling any vacancy in the role of US Salt CEO.
- Review, evaluate, and recommend to the Board any proposed material acquisitions, dispositions, or other strategic transactions or financings by US Salt.
- Review any actual and potential conflicts of interest with respect to US Salt, including potential taking of "corporate opportunities" by insiders, directors, or corporate officers, other than related party transactions that are reviewed by the audit committee of the Board, and approve or prohibit any involvement of such persons in matters that may involve a conflict of interest or the taking of a corporate opportunity.
- Regularly update the Board regarding US Salt in accordance with Section D.3 below.

None of the Committee's responsibilities listed above shall preclude the Company's other committees from carrying out their responsibilities as required by their charters and applicable stock exchange rules.

#### **D. Meetings and Procedures**

- 1. Meetings.** The Committee will meet at least four times 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 at least annually 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 must provide for, or cause US Salt to provide for, 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 US Salt.
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 US Salt.

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