

**AST SPACEMOBILE, INC.**  
**NETWORK PLANNING AND SPECTRUM COMMITTEE CHARTER**

(As of August 15, 2024)

**I. Purpose**

The purpose of the Network Planning and Spectrum Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of AST SpaceMobile, Inc. (the “**Company**”) is to oversee and provide recommendations related to the Company’s planning on network and spectrum matters related to its planned space-based cellular broadband service.

**II. Composition**

The Committee must consist of at least three (3) directors, inclusive of the Chairman of the Board and shall have a Chair, as appointed by the Board. Members should include directors who have experience with the Company’s Mobile Network Operators, and other partners that are critical to the SpaceMobile Service. From time to time, the Board may designate authorized observers to attend Committee meetings and receive related materials. Observers may not vote on any actions raised to the Committee.

Any vacancy on the Committee shall be filled by majority vote of the Board. Unless a Chair of the Committee is designated by the Board, the Committee may designate a Chair of the Committee by majority vote of the full Committee membership. Committee members may be removed from the Committee, with or without cause, by majority vote of the Board.

**III. Meetings, Procedures and Authority**

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company’s bylaws that are applicable to the Committee. The Chair may invite internal or external Company counsel to any meeting in order to ensure compliance with applicable laws including those related to competition.

The Committee shall meet at least three (3) times per calendar year as determined by the Chair in consultation with the Chairman of the Board.

The Committee shall serve the Company solely in an advisory capacity. It shall be permitted to take actions at the Committee level, however, none shall bind the Company. The Committee may make recommendations to the Company for further consideration and action, if deemed appropriate by management.

The Committee may, in its sole discretion, retain or obtain advice from consultants, legal counsel or other advisers (independent or otherwise). The Committee will be directly responsible for the appointment, compensation and oversight of any adviser it retains. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any adviser retained by the Committee.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Company's bylaws, and applicable Nasdaq rules.

#### **IV. Duties and Responsibilities**

1. *Integration.* The Committee will review network and spectrum topics to ensure effective integration between AST space based cellular network and land based cellular network operators.

2. *Spectrum Review.* The Committee will review and make recommendations to the Company regarding the spectrum to be supported by the Company's space-based cellular broadband service satellites.

3. *Interoperability of Networks.* The Committee will review and make recommendations to the Company regarding the interoperability between AST radio and core network and Mobile Network Operators' networks, including all aspects of network management.

4. *Measuring Performance.* The Committee will review Key Performance Indicators for measuring the performance of radio and core network for both the Company's network as well as the Mobile Network Operator's network.

5. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee.

6. *Committee Self-Evaluation.* The Committee will at least annually perform an evaluation of the performance of the Committee.

7. *Review of this Charter.* The Committee must annually review and reassess this Charter and submit any recommended changes to the Board, or the Nominating and Corporate Governance Committee, for its consideration.

#### **V. Delegation of Duties**

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee.

