

**CHARTER OF THE COMPENSATION COMMITTEE OF
THE BOARD OF DIRECTORS OF
CURIOSITYSTREAM INC.**

I. Membership.

The Compensation Committee (the “**Committee**”) of the board of directors (the “**Board**”) of CuriosityStream Inc., a Delaware corporation (the “**Company**”), shall consist of two or more directors. Each member of the Committee shall be independent in accordance with the rules of The NASDAQ Stock Market, LLC (“**NASDAQ**”). At least two members of the Committee must qualify as “non-employee directors” for the purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”).

The members of the Committee shall be appointed by the Board based on recommendations from the nominating and corporate governance committee of the Board. The members of the Committee shall serve at the pleasure of the Board, and for such term or terms as the Board may determine

II. Purpose.

The purpose of the Committee is to carry out the responsibilities delegated by the Board relating to setting the overall compensation principles of the Company, overseeing executive compensation, reviewing Company compensation and benefit programs, and overseeing significant organizational and personnel matters.

In fulfilling their responsibilities under this charter, it is recognized that the members of the Committee are not full-time employees. Each member of the Committee shall be entitled to rely on the information, opinions, reports or statements, and other data prepared or presented by officers or employees of the Company, its legal counsel, or other persons with professional or expert competence. In fulfilling its responsibilities, the Committee will have full access to all of the Company’s books, records, facilities, and personnel.

III. Duties and Responsibilities.

In performing its functions, the Committee shall undertake those tasks and responsibilities that, in its judgment, would most effectively contribute to and implement the purposes of the Committee. The following functions are some of the common recurring activities of the Committee in carrying out its authority and responsibilities:

(a.) Establish the Company’s general compensation philosophy, and, in consultation with senior management, oversee the development and implementation of compensation programs.

(b.) Review and approve annually the corporate goals and objectives applicable to the compensation of the chief executive officer (“**CEO**”), evaluate at least annually the CEO’s performance in light of those goals and objectives, report the results of such evaluation to the

Board, and determine and approve the CEO's compensation level based on this evaluation. The CEO cannot be present during any voting or deliberations by the Committee on his or her compensation.

(c.) Review and approve or make recommendations to the Board regarding the compensation of all other executive officers.

(d.) Review and approve or make recommendations to the Board regarding, and, when appropriate, recommend to the Board for approval, incentive compensation plans and equity-based plans, and where appropriate or required, recommend such plans for approval by the stockholders of the Company, which includes the ability to adopt, amend and terminate such plans.

(e.) Administer the Company's incentive compensation plans and equity-based plans, including designation of the employees to whom the awards are to be granted, the amount of the award or equity to be granted and the terms and conditions applicable to each award or grant, subject to the provisions of each plan.

(f.) To the extent required under applicable law and regulation, review and discuss with management the Company's Compensation Discussion and Analysis ("**CD&A**") and the related executive compensation information, recommend that the CD&A and related executive compensation information be included in the Company's annual report on Form 10-K and proxy statement, and produce the compensation committee report on executive officer compensation required to be included in the Company's proxy statement or annual report on Form 10-K.

(g.) Review and approve, and, when appropriate, recommend to the Board for approval, any employment agreements and any severance arrangements or plans, including any benefits to be provided in connection with a change in control, for the CEO and other executive officers, which includes the ability to adopt, amend and terminate such agreements, arrangements or plans.

(h.) Determine stock ownership guidelines for the CEO, other executive officers, and directors, and monitor compliance with such guidelines.

(i.) Review the administration of material employee benefit plans, receive periodic reports on the Company's employee benefit plans and approve any significant changes in the plans.

(j.) Review the Company's incentive compensation arrangements to determine whether they encourage excessive risk-taking, review and discuss the relationship between risk management policies and practices and compensation, and evaluate compensation policies and practices that could mitigate any such risk.

(k.) Establish, review, and amend a clawback policy and determine from time to time, in its sole discretion, to clawback certain incentive compensation in accordance with the clawback policy.

(l.) Review all director compensation and benefits for service on the Board and Board committees and recommend any changes to the Board as necessary.

(m.) Oversee, in conjunction with the full Board, engagement with stockholders and proxy advisory firms on executive compensation matters.

In carrying out its powers and responsibilities, the Committee may, in its discretion, (a) decline to act on matters and refer such matters to the full Board for its determination or (b) take actions subject to further approval of the Board. Nothing in this charter shall be construed as limiting the power of the Board, in its sole discretion, to take action that has been delegated to the Committee hereunder.

IV. Outside Advisors.

The Committee shall have the authority, in its sole discretion, to select, retain and obtain the advice of a compensation consultant as necessary to assist with the execution of its duties and responsibilities as set forth in this Charter. The Committee shall set the compensation, and oversee the work, of the compensation consultant. The Committee shall have the authority, in its sole discretion, to retain and obtain the advice and assistance of outside legal counsel and such other advisors as it deems necessary to fulfill its duties and responsibilities under this Charter. The Committee shall set the compensation, and oversee the work, of its outside legal counsel and other advisors. The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to its compensation consultants, outside legal counsel, and any other advisors. However, the Committee shall not be required to implement or act consistently with the advice or recommendations of its compensation consultant, legal counsel or other advisor to the compensation committee, and the authority granted in this Charter shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this Charter.

In retaining or seeking advice from compensation consultants, outside counsel and other advisors (other than the Company's in-house counsel), the Committee must, to the extent required by law or regulation, take into consideration the factors specified in NASDAQ Rule 5605(d)(3)(D). The Committee may retain, or receive advice from, any compensation advisor they prefer, including ones that are not independent, after considering the specified factors. The Committee is not required to assess the independence of any compensation consultant or other advisor that acts in a role limited to consulting on any broad-based plan that does not discriminate in scope, terms or operation in favor of executive officers or directors and that is generally available to all salaried employees or providing information that is not customized for a particular company or that is customized based on parameters that are not developed by the consultant or advisor, and about which the consultant or advisor does not provide advice.

The Committee shall, to the extent required by law or regulation, evaluate whether any compensation consultant retained or to be retained by it has any conflict of interest in accordance with Item 407(e)(3)(iv) of Regulation S-K. To the extent required by law or regulation, any compensation consultant retained by the Committee to assist with its responsibilities relating to executive compensation or director compensation shall not be retained by the Company for any compensation or other human resource matters.

V. Structure and Operations.

The Board shall designate a member of the Committee as the chairperson. The Committee shall meet at least annually at such times and places as it deems necessary to fulfill its responsibilities. The Committee shall report regularly to the Board regarding its actions and make recommendations to the Board as appropriate. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

The Committee may invite such members of management to its meetings as it deems appropriate. However, the Committee shall meet regularly without such members present, and in all cases the CEO and any other such officers shall not be present at meetings at which their compensation or performance is discussed or determined.

The Committee shall review this Charter periodically (and to the extent required by law or regulation, at least annually) and recommend any proposed changes to the Board for approval.

VI. Delegation of Authority.

The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion.

In addition, to minimize administrative burdens, the Committee may, in its discretion, establish thresholds below which approval for some of its activities can be delegated to management without direct Committee involvement; provided, however, that no member of management shall be delegated authority over his or her own compensation (other than with respect to benefit plans in which such member of management participates on the same basis as other employees generally). Such delegation may include authority to form management committees with respect to the employee benefit plans, including but not limited to committees formed for the administration and investment of the 401(k) plan and other benefit plans, to the extent not otherwise inconsistent with its obligations and responsibilities and applicable law (including, without limitation, Exchange Act Rule 16b-3). The Committee shall oversee the work of any such management committees and those committees shall periodically report their activities to the Committee.

VII. Miscellaneous.

Nothing contained in this charter is intended to expand applicable standards of liability under statutory or regulatory requirements for the directors of the Company or members of the Committee. Except as otherwise required by the rules of NASDAQ applicable to the Committee, or applicable law, the purposes, duties and responsibilities outlined in this charter are meant to serve as guidelines rather than as inflexible rules, and the Committee is encouraged to adopt such additional procedures and standards as it deems necessary from time to time to fulfill its responsibilities.