



FINANCE AND INVESTMENT COMMITTEE CHARTER

(As of December 29, 2020)

I. Purpose

The purpose of the Finance and Investment Committee (the “Committee”) of the Board of Directors (the “Board”) of Romeo Power, Inc. (together, with its subsidiaries, the “Company”) is to review and evaluate, and make recommendations to the Board with respect to, all major capital expenditures, mergers and acquisitions, corporate development (including joint ventures and partnerships), financings, tax strategy and all capital markets transactions.

II. Composition

The Committee must consist of not less than three members of the Board. Committee members must be appointed and may be removed, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership.

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 Committee may retain any independent counsel, experts or advisors that the Committee believes to be necessary or appropriate and has the authority to approve related fees and retention terms. 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, and the Company’s Bylaws.

IV. Responsibilities and Authority

1. *Finance and Investment Strategy Review and Guidance.* The Committee shall review and evaluate the analyses and recommendations of senior management as well as provide guidance and advice to the Board regarding the following:

- a. the Company’s capital structure, its financial position, balance sheet and cash flow;
- b. the Company’s capital allocation, including organic or inorganic investments which may have material impact on the Company’s capital position;

- c. the Company's debt portfolio, credit facilities, requirements for financing, and compliance with any financial covenants to which it is subject;
- d. the Company's commodity, interest rate or currency derivative strategies;
- e. the amounts, timing, types and terms of any equity and equity-related offerings and public or private debt offerings;
- f. the Company's dividend policy, dividend schedule and payout, if any;
- g. the Company's stock repurchase activities and plans;
- h. due diligence on acquisitions and divestments including proposals which may have a material impact on the Company's capital position;
- i. the submission of any indication of interest or letter of intent (whether or not binding) regarding material acquisitions and divestitures; and
- j. the Company's tax strategies, planning and related structures.

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

3. *Committee Self-Evaluation.* The Committee must periodically perform an evaluation of the performance of the Committee.

4. *Review of this Charter.* The Committee must periodically review and reassess this Charter and submit any recommended changes to the Board 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.