

**ANTERIX INC.
CHARTER OF THE
STRATEGY COMMITTEE
OF THE BOARD OF DIRECTORS**

PURPOSE:

This Charter sets forth the composition, authority and responsibilities of the Strategy Committee (the "**Committee**") of the Anterix Board of Directors (the "**Board**") of Anterix Inc. (the "**Company**").

The purpose of the Committee shall be to provide input to management in its development of the Company's long-term corporate strategy and provide support, as requested, in its short-term strategy.

The Committee has the authority to undertake the specific duties and responsibilities listed below and will have the authority to undertake such other specific duties as the Board from time to time prescribes.

MEMBERSHIP:

The members of the Committee will be nominated by the Nominating & Corporate Governance ("N&CG") Committee, will be appointed by, and serve at the discretion of, the Board, and will consist of a number of members established by the Board from time to time, upon recommendation of the N&CG Committee. The members of the Committee will include the Executive Chairman and the Company's Chief Executive Officer, if he or she is then also a member of the Board. Each other member of the Committee will be an independent director in accordance with the rules promulgated by the Securities and Exchange Commission ("**SEC**") and The Nasdaq Global Market ("**Nasdaq**").

The Board may appoint the Chairperson of the Committee upon recommendation of the N&CG Committee (the "Chairperson"). Alternatively, the Board may direct that the members of the Committee elect the Chairperson. Each member shall serve until his or her successor is duly elected and qualified or until his or her earlier resignation.

RESPONSIBILITIES AND AUTHORITY:

The responsibilities and authority of the Committee shall include:

1. Providing input to management in its development of the Company's long-term strategy;
2. Evaluating and making recommendations to management and the Board about responses to external developments and factors, including changes in the Company's industry, competition, and technology that impact the Company's strategy;
3. Providing input to management, as needed, in its development of a customer-facing Cybersecurity strategy and related offerings.
4. Reviewing and providing input to management about potential material mergers and acquisitions (both buy-side and sell-side), combinations, joint ventures, divestitures, and investments (collectively, "**Transactions**");
5. Reviewing periodically with management the performance of completed Transactions;

6. Evaluating whether the Company has sufficient access to capital to carry out its strategy;
7. Reviewing and assessing, on an annual basis, the Committee's charter, structure, processes, and membership requirements and making recommendations to the Board regarding any amendments hereto; and
8. Performing such other duties and responsibilities as may be assigned by the Board.

FUNDING AND OUTSIDE ADVISORS:

The Committee may make recommendations to the Board about engaging outside legal, accounting, or other advisors as it determines necessary to carry out its duties. If approved by the Board, the Board will approve the related fees and retention terms of such advisers in advance of any such engagement.

MEETINGS AND CONSENTS:

The Committee will meet periodically as necessary to act upon any matter within the scope of its authority. The Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.

The Committee may take action by circulating a written consent to each Committee member. The written consent will constitute a valid action of the Committee if executed by each Committee member. The written consent will be filed with the minutes of the Board meetings.

The Committee will work principally with the Company's Executive Chairman and Chief Executive Officer.

REPORTS:

The Committee will periodically report to the Board on its activities and on such other matters as the Committee may deem appropriate.

Approved: May 18, 2021