

The Board of Directors (the “Board”) of Discovery, Inc. (the “Company”) has designated a committee of the Board called the Finance Committee (the “Committee”).

## OVERVIEW/PURPOSE

The principal purposes of the Committee as set forth in this charter (the “Charter”) are (1) to provide oversight of the finance and investment functions of the Company and (2) to assist the Board in evaluating investment, acquisition, joint venture and divestiture transactions in which the Company engages as part of its business strategy from time to time.

## STRUCTURE AND COMMITTEE MEMBERSHIP

- A. Number. The Committee shall consist of at least three members of the Board.
- B. Committee Chair. The Nominating and Corporate Governance Committee shall recommend, and the Board shall designate, one member of the Committee to serve as Chair of the Committee. If the Chair is absent from a meeting, another member of the Committee may act as chair for such meeting.
- C. Compensation. The compensation of Committee members shall be as determined by the Board.
- D. Selection and Removal. Members of the Committee shall be appointed by the Board, upon the recommendation of the Nominating and Corporate Governance Committee. The Board may remove members of the Committee from the Committee, with or without cause.

## AUTHORITY AND RESPONSIBILITIES

The Committee will perform its functions and responsibilities, including those specifically set forth in this Charter, in furtherance of the purposes set forth in this Charter. In doing so, it will have all the powers of the Board necessary or desirable to perform those functions and responsibilities, in each case to the full extent that those powers may be delegated to a committee of the Board under Delaware law.

Notwithstanding the enumeration of specific functions and responsibilities in this Charter, the Board and the Committee believe that the Committee’s policies and procedures should remain flexible, in order to facilitate its ability to respond to changing circumstances and conditions in fulfilling its responsibilities to the Company and its stockholders.

The Committee shall have such duties as may be delegated from time to time by the Board, including the following functions and responsibilities:

- A. Treasury Matters. The Committee will review or oversee significant treasury matters such as capital structure and allocation strategy, derivative policy, global liquidity, fixed income investments, borrowings, currency exposure and hedging, dividend policy, share issuance and

repurchase, and capital spending, and will evaluate all projects requiring capital, including share repurchases, investments and acquisitions using their internal rate of return or other metrics that the Committee determines to be appropriate.

- B. M&A Transactions and Approval Policies. From time to time, as appropriate, the Committee will evaluate and revise the Company's approval policies for investment, acquisition, joint venture and divestiture transactions and will review the scope, direction, quality, investment levels and execution of the Company's investment, acquisition, joint venture and divestiture transactions. The Committee will consider any such proposals that require the approval of the Board and thereafter will make its recommendations to the Board.
- C. Evaluation of Completed Transactions. The Committee will evaluate the execution, financial results and integration of the Company's completed investment, acquisition, joint venture and divestiture transactions.
- D. Loans and Obligations. The Committee will oversee the Company's loans and loan guarantees of third-party debt and obligations.
- E. Investor Relations. The Committee will review the activities of Investor Relations.
- F. Derivative Transactions. The Committee will, at least annually, review and approve on behalf of the Company and its applicable subsidiaries, the Company's decision to enter into swaps and other derivative transactions that are exempt from exchange-execution and clearing under "end-user exception" regulations established by the Commodity Futures Trading Commission, and review and discuss with management applicable Company policies governing the Company's use of swaps subject to the end-user exception.
- G. Other Matters. The Committee may consider such other finance and investment matters regarding the Company as the Committee, in its discretion, may determine to be advisable.

## PROCEDURES AND ADMINISTRATION

- A. Rules and Procedures. The Committee may by resolution establish its own rules and procedures, including notice and quorum requirements for all meetings. In the absence of such action by the Committee, the Committee shall conduct its business in the same manner as the Board conducts its business pursuant to the provisions of the Company's bylaws.
- B. Meetings. The Committee shall meet when, where and as often as it may deem necessary and appropriate in its judgment, either in person or by means of remote communication, in order to perform its responsibilities. The Chair of the Board, the Chair of the Committee, or the Company's Chief Executive Officer shall have the right to call a special meeting of the Committee. The Committee may also act by unanimous written consent in lieu of a meeting.
- C. Minutes. The Corporate Secretary or his or her designee shall keep written minutes of Committee meetings, which minutes shall be maintained with the books and records of the Company.

- D. Subcommittees. The Committee may form and delegate authority to one or more subcommittees (including a subcommittee consisting of a single member) as it deems appropriate from time to time under the circumstances.
- E. Reports to Board. The Committee shall make reports to the Board, as appropriate, providing an overview of its activities, summarizing Committee actions and commenting on the fulfillment of the Committee's duties under this Charter.
- F. Independent Advisors. The Committee is authorized, without further action by the Board, to engage such independent legal and other advisors as it deems necessary or appropriate to carry out its responsibilities. Such independent advisors may be the regular advisors to the Company. The Committee is empowered, without further action by the Board, to cause the Company to pay the compensation of such advisors as established by the Committee.
- G. Charter. The Committee shall, from time to time as it deems appropriate, review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- H. Self-Evaluation. The Committee shall evaluate its own performance in accordance with the process established by the Nominating and Corporate Governance Committee.