

ECHOSTAR CORPORATION STRATEGY COMMITTEE CHARTER

Purpose

The Strategy Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of EchoStar Corporation (the “Corporation”) to assist the Board in carrying out its oversight responsibilities related to business strategy and/or potential strategic transactions, arrangements or undertakings of the Corporation.

Composition

The Committee shall be comprised of two or more directors, of which at least two (including the chairperson) shall qualify as “independent” under NASDAQ independence rules. The Board shall appoint the members of the Committee and may remove the members of the Committee in its discretion. The members of the Committee shall elect a chairperson to preside at all meetings of the Committee.

Meetings, Reports and Charter

The Committee shall meet as often as its members deem necessary to perform the Committee’s responsibilities. Minutes shall be kept of each meeting of the Committee. The Committee will make regular reports to the Board regarding the Committee’s activities and actions. The Committee will review and assess the Committee’s Charter from time to time and recommend any proposed changes to the Board for approval.

Power, Responsibilities and Duties

In carrying out the purpose set forth above, the Committee shall:

- Assist in the development of the Corporation’s strategy, including reviewing and discussing with management the strategic direction and initiatives of the Corporation and associated risks.
- Review with management the process for development, approval and modification of the Corporation’s strategy.
- Assist the management with identifying key internal and external issues, options and developments impacting the Corporation’s strategy.
- Meet with management periodically to monitor the Corporation’s progress against its strategic goals.
- Ensure the Board is regularly apprised of the Corporation’s progress with respect to implementation of any approved strategy.
- Recommend or propose actions for consideration by the Board and/or other Board committees as appropriate.
- Perform such other duties as are necessary or appropriate to further the Committee’s purposes, or as the Board may from time to time assign to it.

For avoidance of doubt, the Committee is authorized to meet and confer, either independently or with management, with third parties, including, without limitation, investment banks, consultants and other advisors, provided that the Committee is not empowered to formally engage any third parties or incur any fees or costs without the approval of the Board.