BITMINE IMMERSION TECHNOLOGIES, INC.

INVESTMENT COMMITTEE CHARTER

I. PURPOSE

The Investment Committee (the "Committee") of the Board of Directors (the "Board") of Bitmine Immersion Technologies, Inc. (the "Company") shall provide guidance and oversight for the Company's (i) investment strategy and capital allocation, (ii) treasury activities, and (iii) risk management across investment activities, including digital asset staking operations. In addition, the Committee shall perform other duties as described herein or as assigned by the Board.

II. COMPOSITION AND QUALIFICATIONS

The Committee shall consist of at least three (3) members appointed by the Board, which may remove members with or without cause. At least one member shall be an independent director with financial or technology expertise. The Board shall designate one member as the Committee Chairman (the "Chairman"), who shall preside over meetings. Members may include senior officers of the Company, provided no conflict of interest exists. The Committee may invite subject matter experts, auditors, or outside counsel to participate in discussions as non-voting advisors.

III. DUTIES AND RESPONSIBILITIES

The Committee shall:

A. Review and recommend to the Board for approval investment strategies, capital and portfolio allocations, investment thresholds and limits, minimum working capital requirements, and all material investment activities.

B. Oversee policies, practices, and assessments relating to the Company's treasury management and liquidity, including cash, cash equivalents, digital assets, and related instruments.

C. Approve the selection, retention, and oversight of external managers, advisors, custodians, validators, staking service providers, and other counterparties supporting treasury or investment activities.

D. Evaluate strategic initiatives within the digital asset and related ecosystems.

E. Advise the Board on any contracts, agreements, or arrangements involving material investment activities, treasury deployment, financing, or the Company's digital asset-staking operations.

F. Review opportunities to leverage external capital for the benefit of the Company.

G. Oversee the Company's digital asset-staking initiatives, including the responsibility to:

    1. Define and approve the Company's staking strategy, including asset allocation limits and diversification by protocol or validator type.

    2. Ensure staking practices support the Company's treasury management objectives and liquidity requirements.

    3. Review new staking opportunities and technologies before implementation.

    4. Manage the reinvestment or conversion of staking rewards into fiat or other digital assets.

5. Oversee risk and compliance across staking initiatives, including incident response protocols, regulatory reporting considerations, and the review and approval of material disclosures related to staking activities for inclusion in public reports.

6. Establish and monitor policies governing validator performance and uptime, slashing risk exposure, key management, and custodial segregation.

7. Monitor cybersecurity and smart contract risk audits of third-party protocols and validators.

8. Ensure adherence to all applicable U.S. and international laws and regulations and consult with legal counsel as needed to ensure adherence to applicable regulatory standards.

9. Approve Key Performance Indicators, as listed on Appendix A, and thresholds related to the Company's digital asset staking operations.

10. Recommend adjustments based on reports from management or external advisors on staking performance, risk metrics, and compliance status.

H. Oversee risk and compliance functions across investment activities, including custody and key management standards, incident response protocols, regulatory and financial reporting considerations, and the review and approval of material disclosures related to investment activities for inclusion in public reports.

I. Evaluate investment performance relative to benchmarks and risk objectives.

J. Request and receive any report, document, or data necessary from management or third-party providers to perform oversight functions.

K. Report regularly to the Board regarding Committee activities, deliberations, approvals, and recommendations.

L. Maintain minutes and conduct an annual self-assessment of Committee effectiveness.

M. Review and reassess this charter no less than annually and submit any recommended changes to the Board for its consideration.

IV. PROCESS

The Committee shall meet as often as necessary to carry out its responsibilities, but no less than quarterly. A majority of members shall constitute a quorum. The Committee may act by majority vote of those present at any meeting or by unanimous written consent of all members. The Committee may establish its own rules and procedures for notice and conduct of meetings, consistent with the Company's bylaws. Minutes of each meeting shall be kept and distributed to each Committee member, each Board member who is not a Committee member, and the corporate secretary of the Company.

This Investment Committee Charter was approved by the Board on January 13, 2026.

Appendix A

Key Performance Indicators (KPIs)

Category	Metric	Target / Benchmark	Frequency
Validator Performance	Uptime	≥ 99.5%	Monthly
	Missed Blocks	< 0.1%	Monthly
	Slashing Events	0	Continuous
Financial Returns	Annualized Net Yield	≥ ETH Benchmark	Quarterly
Operational Risk	Custody Breach or Key Loss	0	Continuous
Compliance	Audit Findings Resolved	100%	Annual