



**CHARTER OF THE
CYBERSECURITY, TECHNOLOGY AND INNOVATION COMMITTEE
OF
UPBOUND GROUP, INC.**

PURPOSE AND AUTHORITY

The function of the Cybersecurity, Technology and Innovation Committee (the “**Committee**”) is to assist the Board of Directors (the “**Board**”) of Upbound Group, Inc. (the “**Company**”) in its oversight related to matters of cybersecurity, technology and innovation generally, including by (i) reviewing and discussing with management major cyber, technology and innovation-related projects and initiatives; (ii) assessing whether the Company’s cyber, technology and innovation programs effectively support the Company’s business objectives and strategies; (iii) assisting the Board with its oversight of cyber and technology-related risks and management efforts to monitor and mitigate those risks; and (iv) advising the Board on cyber, technology and innovation-related matters. The Committee will primarily fulfill these responsibilities by carrying out the activities enumerated in the Section entitled “Responsibilities and Duties”.

The Committee shall have the authority, to the extent it deems necessary or appropriate, to engage and determine funding for legal counsel or other advisors. The Company shall provide appropriate funding, as determined by the Committee, in its capacity as a committee of the Board, for payment to any advisors retained by the Committee and administrative expenses of the Committee in carrying out its duties.

COMPOSITION

The Committee shall comprise at least two non-employee directors. The Committee’s members and its chairperson shall be appointed by the Board and shall serve at the pleasure of the Board for such term as the Board may decide or, with respect to an individual Committee member, until such Committee member is no longer a Board member of the Company or has resigned from the Committee. In such instance or if a member of the Committee is otherwise removed or ceases to serve, the Board may appoint a new member to the Committee who meets the requirements set forth above; provided, that the Board will appoint a new member to the Committee if necessary to ensure that the Committee comprises at least two members.

MEETINGS

The Committee shall meet as often as it deems necessary in order to fulfill its responsibilities, but not less frequently than three times per year. All such meetings may be conducted in person, telephonically or by other communications equipment by means of which all persons participating in the meeting can hear each other. In lieu of a meeting, the Committee may also act by unanimous written consent. As deemed necessary by the Committee, the Committee shall meet periodically with management, members of the Board and, if any, the Company’s cybersecurity, technology and/or innovation advisors in separate executive sessions, and have such other direct and independent interaction with such persons from time to time as the members of the Committee deem appropriate. Without limiting the foregoing, the Committee may periodically meet with the Chief Technology and Digital Officer (CTO), Chief Information Security Officer (CISO), and Chief Risk Officer (CRO). The Committee may also meet periodically in separate executive sessions as a Committee.

RESPONSIBILITIES AND DUTIES

The Committee shall:

Cybersecurity, Technology and Innovation Strategy

1. Discuss and develop with management a multi-year strategic plan with respect to cybersecurity, digital and other technology and innovation matters that (i) is aligned with the Company's business objectives and strategies, including serving customers and retailers, driving business performance, creating long-term value for stockholders and operating in a secure manner, and (ii) outlines the key performance indicators (KPIs) to measure achievement against the strategic plan.
2. Discuss and identify with management the key cybersecurity, technology and innovation initiatives intended to achieve the objectives incorporated into the strategic plan and the required financial and human capital investments and resources for those initiatives, and regularly review with management the execution and progress of the initiatives.
3. Review and discuss with management the desired balance between the Company's cybersecurity, technology and innovation investments to achieve the Company's growth strategies and appropriate risk mitigation with respect to such matters.
4. Review and discuss with management emerging technology and innovation trends and developments that could significantly affect the Company, its operations, performance, culture, or reputation, its multi-year strategic plan and the competitive environment in which it operates, including how such trends are, or may be, incorporated into the Company's operations, services and strategies.
5. Discuss and advise on methods to foster a culture of innovation across the Company.

Cybersecurity and Technology Risks

1. Review and discuss with management and the Board the Company's cybersecurity and technology-related risks (both internal and third-party risks), including network security, information and digital security, data privacy and protection, and risks related to emerging and other technologies.
2. Review and discuss with management technologies, policies, processes, practices and other controls for assessing, monitoring, managing and mitigating cybersecurity-related and technology-related risks, including the Company's cyber incident response plan and the cybersecurity, cyber-resiliency and technology aspects of the Company's business continuity and disaster recovery plans and capabilities.

Other

1. Coordinate with management and other committees of the Board as needed (which coordination may be through the committee chairs) to help ensure that the committees have received the information necessary to permit them to fulfill their duties and responsibilities with respect to oversight of risk management.

2. Review and discuss with management the Company's public disclosures and reports regarding cybersecurity risk management, strategy, governance and incident reporting which are required pursuant to the Securities Exchange Act of 1934.
3. Review and reassess the adequacy of this charter periodically, but at least annually, as conditions dictate, and recommend any proposed changes to the Board for approval.
4. Conduct and review with the Board annually an evaluation of the Committee's performance with respect to the requirements of this charter.
5. Report regularly to the Board on the matters discussed at the meetings of the Committee, including the actions taken by the Committee at such meetings.

In addition to the foregoing, the Committee shall perform such other functions and have such other powers as it shall deem necessary to the efficient discharge of the foregoing and as may be delegated to the Committee by the Board from time to time. The Committee shall also have the authority, to the extent it deems necessary or appropriate, to delegate duties to a subcommittee, composed of members of the Committee.

Approved by the Board of Directors on December 4, 2024.