HINGE HEALTH, INC.
COMPENSATION COMMITTEE CHARTER

Adopted by the Board: January 28, 2025, and Revised: March 7, 2025, July 29, 2025, and July 29, 2026
Effective: July 29, 2026

I. Purpose

The purpose of the Compensation Committee (the "Committee") is to oversee the discharge of the responsibilities of the Board relating to compensation of the Company's executive officers and directors.

Unless each member of the Committee is a "non-employee director" within the meaning of Rule 16b-3 under the Securities Exchange Act of 1934 (the "Exchange Act") ("Non-employee Director"), a subcommittee of the Committee (the "Section 16 Subcommittee") shall be appointed by the Committee, consisting of each member (including any alternate member) who is a Non-employee Director, that shall have the duties and responsibilities described below under the heading "Section 16 Subcommittee Duties and Responsibilities." The Committee and the Section 16 Subcommittee are referred to herein collectively as the "Committees."

II. Composition

The Committee must consist of at least two directors, each of whom must satisfy the independence requirements of the New York Stock Exchange (the "NYSE"), except as otherwise permitted by applicable NYSE rules, and meet all other eligibility requirements of applicable laws. Committee members must be appointed and may be removed, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership.

The Section 16 Subcommittee shall consist of no fewer than two members (including any alternate member), each of whom shall be a Non-employee Director.

III. Meetings, Procedures and Authority

The Committees have the authority to establish their own rules and procedures for notice and conduct of their meetings so long as they are not inconsistent with any provisions of the Company's bylaws that are applicable to the Committees.

The Committees may, in their sole discretion, retain or obtain advice from compensation consultants, legal counsel or other advisers (independent or otherwise), provided that, preceding any such retention or advice, the Committees must take into consideration all factors, including any applicable factors under NYSE rules, relevant to the adviser's independence from management. The Committees will be directly responsible for the appointment, compensation and oversight of any adviser they retain. The Company must provide for appropriate funding, as determined by the Committees, for payment of reasonable compensation to any adviser retained by the Committees.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Company's bylaws and applicable NYSE rules.

The Committees have the authority to conduct or authorize investigations into any matters within the scope of their responsibilities as they deem appropriate, including the authority to request any officer, employee or adviser of the Company to meet with the Committees or any advisers engaged by the Committees.

IV. Duties and Responsibilities

Except as specifically reserved to the Section 16 Subcommittee, the Committee shall have the following duties and responsibilities, in addition to any duties and responsibilities assigned to the Committee from time to time by the Board.

1. *CEO Compensation*. The Committee will review and approve the corporate goals and objectives with respect to the compensation of the Chief Executive Officer. The Committee will evaluate the Chief Executive Officer's performance in light of these goals and objectives and, based upon this evaluation (either alone or, if directed by the Board, in conjunction with a majority of the independent directors on the Board), will set the Chief Executive Officer's compensation. The Chief Executive Officer may not be present during voting or deliberations on his compensation.

2. *Other Executive Officer Evaluation and Compensation*. The Committee will oversee an evaluation of the executive officers other than the Chief Executive Officer and, after considering such evaluation, review and set or make recommendations to the Board regarding the compensation of the executive officers other than the Chief Executive Officer.

3. *Director Compensation*. The Committee will review and make recommendations to the Board regarding director compensation.

4. *Incentive and Equity Compensation*. The Committee will review and approve or make recommendations to the Board regarding the Company's incentive compensation and equity-based plans and arrangements (the "Plans"). The Committee has full authority to administer the Plans (except to the extent the terms of a Plan require administration by the full Board) and to make grants of cash-based and equity-based awards under the Plans.

5. *Compensation Discussion and Analysis*. To the extent that the Company is required to include a "Compensation Discussion and Analysis" ("CD&A") in the Company's Annual Report on Form 10-K or annual proxy statement, the Committee will review and discuss with management the Company's CD&A and will consider whether it will recommend to the Board that the Company's CD&A be included in the appropriate filing.

6. *Clawback Policy. The Committee will administer and oversee the Company's compliance with* the compensation recovery policy required by applicable SEC and NYSE rules.

7. *Compensation Policies and Agreements.* The Committee will review and approve

executive officer compensation agreements, policies and plans, including any employment, retention, severance, change-in-control, deferred compensation, “claw-back” and stock ownership agreements, policies and plans.

8. *Executive Officer Succession Plan*. The Committee will periodically work with the Chief Executive Officer and the Nominating and Corporate Governance Committee to evaluate the Company’s succession plans upon the Chief Executive Officer’s and other executive officers’ retirement and in the event of an unexpected occurrence.

9. *Compensation Risk.* The Committee shall review and assess potential risks arising from the Company’s employee compensation policies and practices and whether any such risks are reasonably likely to have a material adverse effect on the Company.

10. *Say on Pay Frequency.* If applicable, the Committee will review and recommend to the Board for approval the frequency with which the Company should conduct Say on Pay Votes, taking into account the results of the most recent stockholder advisory vote on frequency of Say on Pay Votes required by Section 14A of the Exchange Act, and review and approve the proposals regarding the Say on Pay Vote and the frequency of the Say on Pay Vote to be included in the Company’s proxy statement.

11. *Say on Pay Results.* If applicable, the Committee will review the results of the most recent stockholder advisory vote on executive compensation required by Section 14A of the Exchange Act or other compensation related stockholder or investor communications received by the Company and consider whether to recommend adjustments to the Company’s executive compensation policies and practices as a result of such input.

12. *Compensation Philosophy Review.* The Committee will periodically review and reassess the Company's overall compensation philosophy, including the principles and objectives that guide executive and broad-based compensation programs. The Committee will consider whether the Company's compensation philosophy remains aligned with the Company's strategic goals, competitive market practices, and the interests of stockholders, and will recommend any changes to the Board as appropriate.

13. *Compensation Committee Report*. The Committee will prepare the annual Compensation Committee Report.

14. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee.

15. *Committee Self-Evaluation.* The Committee must annually perform an evaluation of the performance of the Committee.

16. *Review of this Charter*. The Committee must periodically review and reassess this Charter and submit any recommended changes to the Board for its consideration.

V. Section 16 Subcommittee Duties and Responsibilities

Unless otherwise determined by the Committee, the Section 16 Subcommittee shall have authority to approve all equity or equity-based awards to the Company's Chief Executive Officer and each other executive officer, as such term is defined in Rule 16a-1(f) under the Exchange Act, of the Company.

VI. Delegation of Duties

In fulfilling its responsibilities and in addition to the delegation to the Section 16 Subcommittee, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee. To the extent permitted by applicable law and the applicable Plan, the Committee also may delegate to one or more executive officers of the Company the authority to grant, and make determinations and administer the Plan with respect to, equity-based awards under a Plan to employees and consultants of the Company who are not officers (as defined in Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended) or directors of the Company.