

CHIMERA INVESTMENT CORPORATION

Risk Committee Charter

This Risk Committee Charter has been adopted August 6, 2024 by the Board of Directors (the “Board”) of Chimera Investment Corporation (the “Company”).

Purpose

The purpose of the Risk Committee (the “Committee”) is to assist the Board in its oversight of the Company’s:

- risk governance structure;
- risk management and risk assessment guidelines and policies regarding market, credit, enterprise risk, liquidity, leverage, counterparty, funding and reputational risk and such other risks as necessary to fulfill the Committee’s duties and responsibilities;
- risk tolerance; and
- capital, liquidity, and funding.

Risk assessment and risk management are the responsibility of the Company’s management. The Committee’s responsibility in this regard is one of oversight and review.

Composition

The Committee shall be comprised of at least three (3) Board members appointed by the Board after considering the recommendations of the Nominating and Corporate Governance Committee. The members of the Committee shall serve until such time as the Committee is reconstituted by the Board or until earlier resignation, removal, or death. Any vacancy on the Committee shall be filled by majority vote of the Board. No member of the Committee may be removed except by majority vote of the Board.

The Board shall designate one (1) Committee member as the Committee’s chair. The chair shall be responsible for leadership of the Committee, including scheduling and presiding over meetings, reviewing, and approving agendas, and making regular reports to the Board. The chair will also maintain regular liaison with the Chief Executive Officer, Chief Financial Officer, Chief Investment Officer, and Chief Legal Officer.

All Committee members shall have no material relationship with the Company and shall otherwise satisfy the independence requirements of the Company and the New York Stock Exchange. Any action duly taken by the Committee shall be valid and effective, whether the members of the Committee at the time of such action are later determined not to have satisfied the requirements for membership provided herein.

Meetings and Procedures

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities under this charter. The Committee is governed by the same rules regarding meetings, actions without meetings, notice, waiver of notice, quorum and voting requirements as applicable to the Board under the Company’s bylaws. A majority of the Committee members present, in person or by means of a conference telephone or other communications equipment or medium by means of which all persons participating in the meeting can hear each other, shall constitute a quorum.

Meetings shall include any participants the Committee deems appropriate and shall be of sufficient duration and scheduled at such times as the Committee deems appropriate to discharge properly its responsibilities. The Committee may form and delegate to one or more subcommittees all or any portion of the Committee's authority, duties, and responsibilities, and may establish such rules as it determines necessary or appropriate to conduct the Committee's business.

The Committee shall maintain minutes of its meetings and records relating to those meetings and shall report regularly to the Board on its activities, as appropriate.

Responsibilities

The general recurring activities of the Committee in carrying out its oversight roles are described below.

- Review or discuss, as and when appropriate, with management the Company's risk governance structure and the Company's risk management and risk assessment guidelines and policies regarding market, credit, enterprise risk, liquidity, counter party, funding, and reputational risk and the Company's risk tolerance.
- Review, as and when appropriate, the Company's investment policies with respect to the risk exposures associated with the types of assets that the Company invests in, including regarding market, credit, operational, liquidity, funding, and reputational risk and the Company's risk tolerance.
- Discuss with management significant risk exposures and the actions management has taken to limit, monitor or control such exposures, including guidelines and policies with respect to assessment of risk and risk management.
- Receive reports from management on various matters related to risk exposures on a regular basis.
- Oversee the Company's process and policies for determining risk tolerance and review management's measurement and comparison of overall risk tolerance to established levels. As appropriate, confirm risk tolerance levels and capital targets and limits.
- Review at least quarterly the Company's capital, liquidity and funding and steps management has taken to manage capital, liquidity and funding.
- Review with management, including the Company's senior information security personnel, the Company's policies, controls, and procedures that management has put in place to identify, mitigate, and manage risks related to the Company's information technology systems, including information security, as well as respond to cyber or other significant information technology incidents.

Coordination with Other Board Committees:

The chair shall liaise with the chair of any other Board committee to the extent necessary and appropriate to the conduct of the duties of the Committee, including as follows:

- The chair shall liaise with the chair of the Audit Committee with respect to matters that present cyber and technology-related risk or significant financial risk.
- The chair shall liaise with the chair of the Compensation Committee, as needed, to assist the Compensation Committee in its consideration of the Company's risks associated with the compensation paid by the Company to employees or directors of the Company.

Evaluation of the Committee

As part of the Board's annual review of its effectiveness the Committee shall, on an annual basis, in conjunction with the Nominating and Governance Committee, evaluate its performance. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope and shall recommend such changes as it deems necessary or appropriate.

The Committee shall deliver to the Board a report, which may be oral, setting forth the results of its evaluation, including any recommended amendments to this Charter and any recommended changes to the Company's or the Board's policies or procedures.

Investigations and studies; Outside advisers

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities with full access to all Company books, records, facilities, and to employees, officers, and directors. The Committee may retain, at the Company's expense, such independent counsel or other consultants or advisers as it deems necessary. The Committee shall have the sole authority to retain or terminate any such consultants or advisers, including sole authority to approve such consultants' or advisers' fees and other retention terms, such fees to be borne by the Company.

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While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or state law.