Owlet, Inc.

Corporate Governance Guidelines

The Board of Directors (the "***Board***") of Owlet, Inc. (the "***Company***") has adopted the following Corporate Governance Guidelines (the "***Guidelines***") to assist the Board in the exercise of its responsibilities and to serve the interests of the Company and its stockholders. These Guidelines should be interpreted in the context of all applicable laws and the Company's certificate of incorporation, bylaws and other corporate governance documents. These Guidelines acknowledge the leadership exercised by the Board's standing committees and their chairs and are intended to serve as a flexible framework within which the Board may conduct its business and not as a set of legally binding obligations. The Guidelines are subject to modification from time to time by the Board as the Board may deem appropriate and in the best interests of the Company and its stockholders or as required by applicable laws and regulations.

I. The Board

A. Size of the Board

The Company's certificate of incorporation provides that the number of directors will be fixed from time to time by the Board. The Nominating and Corporate Governance Committee (the "***Nominating Committee***") will periodically review the size of the Board, and may make recommendations to the Board regarding the size that is most effective in relation to future operations.

B. Role of the Board

The Board shall exercise its business judgment to act in a manner that it reasonably believes to be in the best interests of the Company and its stockholders as consistent with its fiduciary duties. In fulfilling that responsibility, directors may ask such questions and conduct such investigations as they deem appropriate and may reasonably rely on the information provided to them by the Company's executives and outside advisors and auditors. The Board provides oversight and strategic direction to management and reviews the Company's long-term strategic business plans and major financial objectives, plans and actions and other pertinent issues affecting the business of the Company with management. The Board and its committees oversee the enterprise risk management of the Company and reviews management's approach to assessment and management of such risks and the effectiveness of related policies and procedures. Each committee's charter provides additional insight on the responsibilities related to risk oversight.

C. Independence of the Board

Except as otherwise permitted by the applicable rules of the New York Stock Exchange ("***NYSE***"), the Board will be comprised of a majority of directors who qualify as independent directors (the "***Independent Directors***") as required under NYSE rules. In the event that a director ceases to qualify as independent under applicable rules and regulations, the director should submit an irrevocable offer of resignation to be reviewed and considered by the Board as to whether such resignation should be accepted.

D. Separate Sessions of Independent Directors

The non-management directors of the Board will meet in executive session without management present on a regularly scheduled basis. If the group of non-management directors includes directors who have not been determined to be independent, then the independent directors will meet in a private session at least once a year.

E. Lead Director

If the Chair of the Board is a member of management or does not otherwise qualify as independent, the Independent Directors may elect from among themselves a lead director. The lead director's responsibilities include, but are not limited to: presiding over all meetings of the Board at which the Chair of the Board is not present, including any executive sessions of the Independent Directors; approving Board meeting schedules and agendas; and acting as the liaison between the Independent Directors on the one hand and the Chief Executive Officer and Chair of the Board on the other. At such times as the Chair of the Board is an Independent Director, the Chair of the Board will serve as lead director. The Board may modify its leadership structure in the future as it deems appropriate.

F. Director Qualification Standards

Subject to any stockholders' agreement or other right of a third party to nominate a director to the Board, in evaluating the suitability of individual candidates (both new candidates and current Board members), the Nominating Committee, in recommending candidates for election, and the Board, in approving (and, in the case of vacancies, appointing) such candidates, may take into account many factors, including, but not limited to: personal and professional integrity, ethics and values; experience in corporate management, such as serving as an officer or former officer of a publicly held company; strong finance experience; relevant social policy concerns; experience relevant to the Company's industry; experience as a board member or executive officer of another publicly held company; relevant academic expertise or other proficiency in an area of the Company's operations; breadth of expertise and experience in substantive matters pertaining to the Company's business relative to other board members; broad range of expertise, backgrounds and perspectives; practical and mature business judgment, including, but not limited to, the ability to make independent analytical inquiries; and any other relevant qualifications, attributes or skills. The Board evaluates each individual in the context of the Board as a whole, with the objective of assembling a group that can best perpetuate the success of the business and represent stockholder interests through the exercise of sound judgment that to effectively enable the Board to fulfill its oversight responsibilities and provide strategic guidance to management. In determining whether to recommend a director for re-election, the Nominating Committee may also consider the director's past attendance at meetings and participation in and contributions to the activities of the Board.

G. Director Orientation and Continuing Education

Management, with the participation of the Nominating Committee, will provide an orientation process for new directors, including background material on the Company and its business. As appropriate, management, with the participation of the Nominating Committee, will provide opportunities for additional educational sessions for directors on matters relevant to the Company and its business or as determined from time to time by the Board or the Nominating and Corporate Governance Committee.

H. Service on Other Boards

The Board does not believe that its members should be prohibited from serving on boards or committees thereof of other organizations and has not adopted any guidelines limiting such activities. However, the Nominating Committee may take into account the nature of and time involved in a director's service on other boards and/or committees in evaluating the suitability of individual director candidates and current directors. Prior to accepting any position on the board of directors or committee thereof of any organization, whether for-profit or not-for-profit, current directors should notify the Chair of the Nominating Committee and the Company's General Counsel. The Chair of the Nominating Committee, in consultation with the General Counsel shall review the proposed board and/or committee membership to assess compliance with applicable laws, rules, regulations and policies.

Unless unanimously approved by the Board, no independent director shall sit on no more than three (3) additional public company boards and the Chair of the Board shall sit on no more than two (2) other such boards.

In addition, in view of the demands and responsibilities of the Audit and Risk Committee, no member of the Audit and Risk Committee may simultaneously serve on the audit committee of more than two other public companies, unless the Board determines that such simultaneous service would not impair the ability of the member to effectively serve on the Audit and Risk Committee and this determination is disclosed in accordance with NYSE rules.

Service on other boards and/or committees should be consistent with the Company's conflict of interest policies.

I. Directors Who Resign or Materially Change Their Current Positions With Their Own Company or Become Aware of Circumstances that May Adversely Reflect upon the Director or the Company

When a director, including any director who is currently an officer or employee of the Company, resigns or materially changes his or her position with his or her employer or becomes aware of circumstances that may adversely reflect upon the director or the Company, such director should notify the Nominating Committee of such circumstances. The Nominating Committee will consider the circumstances, and may in certain cases recommend that the Board request that the director submit his or her resignation from the Board if, for example, continuing service on the Board by the individual is not consistent with the criteria deemed necessary for continuing service on the Board.

J. Term Limits

As each director is periodically subject to election by stockholders, the Board does not believe it is in the best interests of the Company to establish term limits at this time. Additionally, such term limits may cause the Company to lose the contribution of directors who have been able to develop, over a period of time, increasing insight into the Company's business and therefore can provide an increasingly significant contribution to the Board. As an alternative to term limits, the Board believes the annual assessment of the Board's and each director's performance provides the information necessary to confirm such director's desire to continue as a Board member.

K. Director Responsibilities

The business and affairs of the Company will be managed by or under the direction of the Board, including through one or more of its committees. Each director is expected to spend the time and effort necessary to properly discharge his or her responsibilities. These include, without limitation:

- exercising their business judgment in good faith;
- acting in what they reasonably believe to be the best interest of its stockholders;
- becoming and remaining well-informed about the Company's business and operations and general business and economic trends affecting the Company; and
- exercising necessary oversight so that the business of the Company is conducted so as to further the long-term interests of its stockholders.

L. Compensation

The Board believes that director compensation should fairly pay directors for work required in a business of the Company's size and scope, and that compensation should align directors' interests with the long-term interests of stockholders. The Compensation Committee will review the Company's compensation policy applicable to non-employee directors and make recommendations to the Board regarding the cash and equity compensation of directors. The Company's executive officers shall not receive additional compensation for their service as directors.

Except as otherwise permitted by the applicable NYSE rules, members of the Audit and Risk Committee and Compensation Committee may not directly or indirectly receive any compensation from the Company other than their directors' compensation, including any compensation for service on the Board and any committees thereof, which may include the receipt of equity incentive awards.

M. Conflicts of Interest

Directors are subject to the Company's Code of Business Conduct and Ethics and are expected to avoid any action, position or interest that conflicts with the interests of the Company or gives the appearance of a conflict. If an actual or potential conflict of interest develops, the director should immediately report all facts regarding the matter to the Board.

N. Interaction with Institutional Investors, the Press and Customers

The Board believes that management should speak for the Company. Each director should refer all inquiries from institutional investors, the press or customers regarding the Company's operations to management. Individual Board members may, from time to time at the request of management, meet or otherwise communicate with various constituencies that are involved with the Company. If comments from the Board are appropriate, they should, in most circumstances, come from the Chair of the Board. For additional information, see the Company's "Policy Guidelines for Corporate Disclosure."

O. Board Access to Senior Management

The Board will have complete access to Company management so that directors can ask any questions and receive all information necessary to perform their duties. Directors should exercise judgment so that their contact with management does not distract managers from their jobs or disturb the business operations of the Company. Any meetings or contacts that a director wishes to initiate may be arranged through the Chief Executive Officer, the Chair of the Board or lead director, if any, or if none is available or none is appropriate, directly by the director. To the extent appropriate, such contact, if in writing, should be copied to the Chief Executive Officer of the Company.

P. Board Access to Independent Advisors

The Board committees may hire advisors as set forth in their applicable charters. The Board as a whole shall have access to such advisors, whether retained by the Company or directly by the Board that the Board considers necessary to discharge its responsibilities.

Q. Board and Committee Self-Evaluations

The Nominating Committee will oversee annual self-assessments of the Board and its committees to determine whether it and its committees are functioning effectively.

II. Board Meetings

A. Frequency of Meetings

The Board will meet at as often as it deems necessary or advisable in order to perform its responsibilities. In addition, special meetings may be called from time to time as determined by the needs of the business.

B. Director Attendance

A director is expected to spend the time and effort necessary to properly discharge his or her responsibilities. Accordingly, a director is expected to regularly prepare for and attend meetings of the Board and all committees on which the director serves (including separate meetings of the non-management directors and Independent Directors), with the understanding that, on occasion, a director may be unable to attend a meeting. A director who is unable to attend a meeting of the Board, or a committee of the Board of which such director is a member, is expected to notify the Chair of the Board or the Chair of the appropriate committee in advance of such meeting, and, whenever possible, participate in such meeting via teleconference in the case of an in-person meeting. It is the responsibility of the directors to attend meetings, and directors are expected to attend during each fiscal at least seventy-five percent (75%) of all board and committee meetings held on which such director serves during the time such director served on the Board of such committee. In addition, the Board strongly encourages its members to attend the Company's annual meeting of stockholders.

C. Attendance of Non-Directors

The Board encourages the Chair of the Board or of any committee to invite Company management and advisors, consultants or other persons from time to time to participate in Board and/or committee meetings to (i) provide insight into items being discussed by the Board or committee that involve the manager, advisor, consultant or other person, (ii) make presentations to the Board or committee on matters that involve the manager, advisor, consultant or other person, and (iii) bring managers with high potential into contact with the Board or committee. Attendance of non-directors at Board or committee meetings or portions thereof is at the discretion of the Board or such committee.

D. Advance Receipt of Meeting Materials

Information regarding the topics to be considered at a meeting is essential to the Board's and its committees' understanding of the business and the preparation of the directors for a productive meeting. To the extent feasible, the meeting agenda and any written materials relating to each Board and committee meeting will be distributed to the applicable directors sufficiently in advance of each meeting to allow for meaningful review of such agenda and materials by the directors. Directors are expected to have reviewed and be prepared to discuss all materials distributed in advance of any meeting. Additional matters may be discussed at a meeting without advance distribution of written materials, as appropriate.

III. Committee Matters

A. Number, Name, Responsibilities and Independence of Committees

The Board currently has three standing committees: (i) the Audit and Risk Committee, (ii) the Compensation Committee and (iii) the Nominating Committee. From time to time and depending upon the circumstances, the Board may form a new committee or disband a current committee, subject to the requirements under the NYSE rules. Each committee will perform its duties as assigned by the Board in compliance with the Company's bylaws and the committee's charter then in effect and as otherwise directed by the Board. It is the responsibility of the directors to attend the meetings of the committees on which they serve.

B. Appointment and Rotation of Committee Members

Committee members and committee chairs may be recommended by the Nominating Committee and will be appointed by the Board according to criteria set forth in the applicable committee charter and such other criteria that the Board determines to be appropriate in light of the responsibilities of each committee. Committee membership and the position of committee chair will be rotated as deemed necessary or advisable.

IV. Succession Planning

The Board (and/or a committee delegated by the Board) will work on a periodic basis with the Chief Executive Officer, in consultation with any other committee, person or advisor deemed necessary or advisable, to evaluate the Company's succession plans for the Chief Executive Officer and, as necessary or advisable, other executive officers, including an emergency succession plan for the Chief Executive Officer.

V. Risk Management

The Board of Directors has overall responsibility for risk oversight. Each committee is responsible for evaluating certain risks and overseeing the management of such risks as stated in its respective charter. As provided in the Audit and Risk Committee charter, the Audit and Risk Committee is responsible for discussing the Company's policies with respect to risk assessment and risk management, including guidelines and policies to govern the process by which the Company's exposure to risk is handled. In accordance with those policies, the Board and the Board committees shall have an active role in overseeing management of the Company's risks. The Board shall regularly review information regarding the Company's credit, liquidity and operations, as well as the risks associated with each. The Company's Compensation Committee shall be responsible for overseeing the management of risks relating to the Company's executive compensation plans and arrangements. The Audit and Risk Committee shall oversee management of financial risks, cybersecurity risks and, as necessary or advisable, such other material risks applicable to the Company, including those identified in the charter of the Audit and Risk Committee. The Nominating Committee shall manage risks associated with the independence of the Board and potential conflicts of interest. While each committee of the Board shall be responsible for evaluating certain risks and overseeing the management of such risks, the Board is regularly informed through committee reports about such risks.

VI. Interested Persons' Communications with the Board

To help foster input and insight from the Company's stockholders and other interested parties (collectively, "***Interested Parties***"), Interested Parties may communicate with, or otherwise make his or her concerns known directly to, the Chair of the Board, the lead director, if any, any chairperson of a Board committee, or the non-management or independent members of the Board, by addressing such communications to the intended recipient by name or position in care of: Owlet, Inc., Attn: Legal Department, 2940 W. Maple Loop Drive, Lehi, Utah 84048. The Legal Department will forward such communications to the appropriate party.

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Effective Date: August 11, 2026