



**ENVIVA INC.
FINANCE COMMITTEE CHARTER
(Adopted August 2, 2023)**

The Board of Directors (the “**Board**”) of Enviva Inc. (the “**Company**”) has established the Finance Committee of the Board (the “**Committee**”) with the authority, responsibility, and specific duties as described in this Finance Committee Charter (this “**Charter**”).

I. Purposes

The purposes of the Committee are to:

- A.** Assist the Board in fulfilling its oversight responsibilities regarding material financial matters, including:
 - 1. To review, oversee, and report to the Board regarding the Company’s financial status and capital structure, debt and equity financings, compliance with covenants of material debt instruments, cash management and other banking activities, investor/stockholder relations, relationships with various financial constituents, including banks, investment banks, and rating agencies, and securities repurchase activities and authorize transactions related thereto within limits prescribed by the Board;
 - 2. To review capital expenditures and other capital spending plans, including significant acquisitions and dispositions of business assets, and authorize such transactions within limits prescribed by the Board; and
 - 3. To oversee and review the financial plans and policies of the Company and, with the Chief Executive Officer, to establish goals and targets consistent with the management and implementation of such plans and policies, to periodically measure progress against such plans, policies, goals, and targets, and to review communication of same to outside stakeholders, including financial forecasts.
- B.** Assist the Audit Committee in discussing with management the Company’s guidelines and policies with respect to the Company’s material financial matters, *provided, however*, that the Finance Committee will not have oversight responsibility with respect to the Company’s financial reporting; and

- C. Perform such other functions as the Board may assign to the Committee from time to time or as are required by applicable law or regulation.

The Committee's role is solely one of oversight, recognizing that management is responsible for executing the Company's financial policies and procedures. While the Committee has the responsibilities and powers set forth in this Charter, management is ultimately responsible for designing, implementing, and maintaining effective financial policies.

II. Membership

The Committee shall consist of not less than three members, all of whom are members of the Board. In addition, at least one member of the Committee shall have the financial background necessary to properly perform duties of identifying, assessing, and managing the finances of the Company. Notwithstanding the foregoing membership requirements, no action of the Committee will be invalid by reason of any such requirement not being met at the time such action is taken.

The members of the Committee and its Chairman will be selected annually by the Board and will serve at the pleasure of the Board. Any vacancy on the Committee will be filled by, and any member of the Committee may be removed by, an affirmative vote of a majority of the Board. If a Chairman is not designated by the Board or present at a meeting, the Committee may designate a Chairman by majority vote of the Committee members then in office. The Committee may form and delegate authority to subcommittees consistent of one or more members when appropriate.

III. Authority and Responsibilities

The Committee is delegated all authority of the Board as may be required or advisable to fulfill the purposes of the Committee. Without limiting the generality of the preceding statements, the Committee has the authority, and is entrusted with the responsibility, to take the following actions:

A. *Authority*

The Committee has the authority to:

1. Conduct or authorize inquiry into any matter within the scope of the responsibilities delegated to the Committee as it deems appropriate, including the authority to request any officer, employee, or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.
2. Retain and determine funding for legal counsel and other experts and advisors as it deems necessary or appropriate to fulfill its responsibilities. The Committee may also utilize the services of the Company's regular outside legal counsel or other advisors to the Company. The Company will provide for appropriate funding, as determined by the Committee, for payment of (a) compensation to any advisors employed by the Committee

and (b) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

3. Delegate to its Chairman, any one of its members or any subcommittee it may form, the responsibility and authority for any particular matter, as it deems appropriate from time to time under the circumstances. However, subcommittees will not have the authority to engage independent legal counsel and other experts and advisors unless expressly granted such authority by the Committee. Each subcommittee will keep minutes and regularly report to the Committee.

B. *Responsibilities*

The Committee has the following responsibilities:

1. Oversee the monitoring and evaluation exercised by the Company's management of the Company's major financial policies and the management of financial affairs of the Company, including establishing financial goals and objectives no less frequently than on an annual basis.
2. Periodically review, assess, and evaluate recommendations for capital structure, debt, and other financings, major strategic investments, and other transactions, and, based upon its review and assessment, recommend transactions for approval to the Board as appropriate.
3. Oversee management's development and formulation of Company policies and procedures relating to financial matters of the Company.
4. Evaluate annual budgets and financial estimates prepared by management for approval by the Board as it deems proper.
5. Oversee management's preparation of, and adherence to, the budget and, from time to time, report to the Board on the financial condition of the Company.
6. Review the annual business plan of the Company with respect to profitability, liquidity, and capital expenditures in order to assess the achievability of the Company's strategic and operational initiatives.
7. Review and recommend a dividend policy to the Board.
8. In consultation with management, make recommendations to the Board concerning the level of the Company's debt and the nature of its debt.
9. In consultation with management, make recommendations for the appointment and compensation of financial and investment advisors used by the Company, and oversee the work performed by these individuals and firms on behalf of the Company.

10. Review all capital expenditures of the Company and, if determined by the Committee, recommend such capital expenditures for approval to the Board.
11. Review and make recommendations to the Board on corporate financing, and the issuance and sale of Company securities.
12. Oversee the Company's policies and procedures on hedging, swaps, risk management, and other derivative transactions and review and approve the Company's decision to enter into derivative transactions.
13. Oversee and review a delegation of authority to management with respect to take-or-pay off-take contracts and other commercial transactions, including amendments or other modifications of such contracts, and review and approve the Company's decision to enter into commercial transactions outside the scope of management's authority.
14. Review and monitor the Company's systems of communication and use of estimates and forecasts with respect to the proper flow of information related to the financial matters of the Company.
15. Together with the Audit Committee, review, assess, and discuss with the Chief Financial Officer: (a) any significant financial exposures and contingent liabilities of the Company, including the use of derivatives and other risk management techniques, (b) the actions management has taken to monitor and control such financial exposures, and (c) the Company's underlying guidelines and policies with respect to financial management, goals, and exposure of the Company.

IV. Procedures

- A. ***Meetings.*** The Committee will meet as frequently as circumstances dictate. Meetings of the Committee may be in person or by telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other, in accordance with the Company's Bylaws. Meetings of the Committee will be held at such time and place as its Chairman may from time to time determine. Written notice of all regular meetings will be given at least two days prior to the regular meeting, and special meetings will be held at the request of the Chairman or a majority of the Committee's members upon at least two days' (if the meeting is to be held in person) or twenty-four hours' (if the meeting is to be held telephonically) oral or written notice or upon such shorter notice as may be approved by the Committee's members, in accordance with the Company's Bylaws. The Committee will keep such records of its meetings as it deems appropriate.

Meetings may, at the discretion of the Committee, include other directors, members of management, independent advisors, and consultants or any other

persons whose presence the Committee believes to be necessary or appropriate. Those in attendance may observe meetings of the Committee, but may not participate in any discussion or deliberation unless invited to do so by the Committee, and in any event are not entitled to vote. Notwithstanding the foregoing, the Committee may also exclude from its meetings any persons it deems appropriate, including any director that is not a member of the Committee.

- B. ***Quorum and Approval.*** Fifty percent of the Committee's members will constitute a quorum. The Committee will act on the affirmative vote of a majority of members present at a meeting at which a quorum is present. The Committee may also act by written consent (in lieu of a meeting) of the Committee's members having not less than the minimum number of votes that would be necessary to authorize or take any action at a meeting of the Committee.
- C. ***Rules.*** The Committee may determine additional rules and procedures, including designation of a Chair pro tempore in the absence of its Chairman and designation of a secretary of the Committee at any meeting thereof.
- D. ***Fees; Reimbursement of Expenses.*** Each member of the Committee as well as the Chairman will be paid the fee set by the Board for his or her services as a member, or Chairman, as the case may be, of the Committee. Subject to the Company's Corporate Governance Guidelines and other policies, Committee members, including the Chairman, will be reimbursed by the Company for all reasonable expenses incurred in connection with their duties as Committee members or as Chairman.

V. Self-Evaluation and Reporting

- A. ***Self-Evaluation and Charter Review.*** The Committee shall conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this charter, and recommend to the Board such amendments of this charter as the Committee deems appropriate.
- B. ***Reporting.*** The Committee shall report regularly to the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board requests, and maintain minutes or other records of Committee meetings and activities.

The Committee shall undertake such other responsibilities or tasks as the Board may delegate or assign to the Committee from time to time.

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Although the Committee members 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 the Committee members, except to the extent otherwise provided under applicable federal or state law.