

Crown Aviation Holdings Inc.
(the “Company”)

Mandate of the Advisory Committee

Purpose:

Serving as a strategic resource to the leadership team (“**Management**”) and the Board of Directors (“**Board**”) of the Company, the purpose of the Advisory Committee (the “**Committee**”) is to provide independent, expert guidance and recommendations to support the Company’s mission of consolidating the aviation industry through growth by acquisition. Among many other things, the Committee may offer insights on industry trends, operational best practices, risk management, and long-term value creation to best support good and effective decision-making processes at all levels within the Company.

Composition:

The Advisory Committee shall consist of any number of individuals with unique and diverse expertise and experience in, among other things, aviation, finance, law, acquisitions, and operations. Committee Members are appointed as needed and such appointments are based upon the respective knowledge, skills, and abilities of candidates to effectively contribute valuable and meaningful perspectives and guidance to aid the Board and Management in their decision making and in the furtherance of the Company’s strategic objective, to consolidate the fragmented aviation industry.

Meetings:

The Committee will convene when it is deemed necessary and advisable by the Board, Management, and/or the Committee. Meetings may be held virtually or in person to ensure all Committee Members (“**Members**”) can attend such meetings and contribute to the discussions of such meetings.

Responsibilities:

The Advisory Committee is tasked with the following key responsibilities:

1. Provide advice on Crown Aviation’s acquisition strategy, including market opportunities and competitive positioning.
2. Evaluate potential acquisitions and partnerships to ensure alignment with the Company’s vision and strategic objectives.
3. Share insights on trends, innovations, and regulatory developments within the aviation sector.
4. Leverage networks of Members to identify opportunities and address challenges when they arise.
5. Review and provide input on governance policies, corporate ethics, and compliance programs.
6. Support the implementation of best practices for operational and financial performance.
7. Identify and assess risks associated with market conditions, acquisitions, and operations.
8. Recommend mitigation strategies to safeguard Crown Aviation’s interests.
9. Advise on talent acquisition, succession planning, and leadership development to build a robust organizational structure.

10. Provide mentorship and support to senior management as needed.
11. Assist in fostering relationships with key stakeholders, including investors, regulators, and industry associations.
12. Advocate for Crown Aviation's mission and values within the broader aviation community.

Review and Amendments:

This Mandate shall be reviewed periodically to ensure it remains aligned with the needs and goals of Management, the Board, and the Company. Amendments to this Mandate may be made at any time and for any reason with the approval of the Board and/or Management, acting reasonably.

Crown Aviation Holdings Inc. | A growth by acquisitions company