

LINEAGE, INC.
COMPENSATION COMMITTEE CHARTER

(As of July 24, 2024)

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 executive officers and directors of Lineage, Inc. (the “*Company*”).

The provisions herein are subject to any applicable exemptions and transition periods under the Nasdaq Stock Market LLC (“*Nasdaq*”) and the applicable rules and regulations of the U.S. Securities and Exchange Commission (the “*SEC*”). For so long as the Company is a “controlled company” (as such term is defined under Nasdaq rules), the Company may, from time to time, avail itself of any or all exemptions under Nasdaq rules applicable to controlled companies, including those regarding the provisions contained herein.

II. Composition

The Committee must consist of at least two directors, each of whom must satisfy the independence requirements of Nasdaq except as otherwise permitted by applicable Nasdaq rules, if applicable, and meet all other applicable independence standards for members of compensation committees, unless otherwise determined by the Board. 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.

III. Meetings, Procedures and Authority

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company’s bylaws that are applicable to the Committee.

The Committee may, in its 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 Committee must take into consideration the applicable factors under Nasdaq rules. The Committee will be directly responsible for the appointment, compensation and oversight of any adviser it retains. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any adviser retained by the Committee.

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 Nasdaq rules.

The Committee has the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it deems appropriate, including the authority to request any officer, employee or adviser of the Company to meet with the Committee or any advisers engaged by the Committee.

IV. Duties and Responsibilities

1. *Executive Officer Compensation.* The Committee will review and set or make recommendations to the Board regarding the compensation of the Chief Executive Officer and the other executive officers. The Chief Executive Officer may not be present during voting or deliberations on his or her compensation.

2. *Employment Agreements.* The Committee will review and approve any employment and severance agreements for the Company's executive officers.

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; provided, that, if the Committee is not comprised of at least two directors who are "non-employee directors" as defined under Rule 16b-3 of the Securities Exchange Act of 1934, as amended (the "*Exchange Act*"), grants of any equity-based awards to individuals who are, or who will become upon employment with the Company, subject to the provisions of Section 16 of the Exchange Act must be approved and administered by either the Board or the Equity Award Committee of the Board (the "*Equity Award Committee*").

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 Nasdaq rules; provided, that, if the Committee is not comprised of at least two directors who are "non-employee directors" as defined under Rule 16b-3 of the Exchange Act, any proposed recovery of equity compensation under the compensation recovery policy from any individual who is subject to the provisions of Section 16 of the Exchange Act shall be reviewed and approved by the Board or the Equity Award Committee.

7. *Succession Planning.* The Committee will oversee the Company’s succession planning for the Chief Executive Officer and other executive officer roles.

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

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

10. *Committee Self-Evaluation.* The Committee must periodically perform an evaluation of the performance of the Committee.

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

V. Delegation of Duties

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee.

VI. Stockholders Agreement

For so long as the Stockholders Agreement, dated July 24, 2024, among the Company and the investors party thereto (the “*Stockholders Agreement*”) is in effect, this Charter will be interpreted to be consistent with such agreement.