

GAMESTOP CORP.

STRATEGIC PLANNING AND CAPITAL ALLOCATION COMMITTEE CHARTER

This Charter (this “Charter”) of the Strategic Planning and Capital Allocation Committee (the “Committee”) of the Board of Directors (the “Board”) of GameStop Corp. (the “Company”) addresses the purpose, composition, duties and responsibilities of the Committee.

I. Purpose

The Committee is responsible for assisting the Board in its oversight of the Company’s operational objectives and corporate strategy, capital allocation priorities and other opportunities for maximizing stockholder value.

II. Committee Membership

The Committee shall be comprised of three directors and will initially consist of Alain (Alan) Attal, Ryan Cohen and Kurt Wolf, with Ryan Cohen initially serving as Chair of the Committee.

Each member of the Committee shall be suitably knowledgeable in matters pertaining to corporate finance and have such other qualifications as the Board may, in its discretion, determine.

Each member of the Committee, and the Chair of the Committee, shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee of the Board and shall serve until he or she is replaced or removed by the Board or until he or she resigns from the Committee. Notwithstanding the foregoing, in accordance with that certain agreement, dated January 10, 2021, by and among the Company, RC Ventures LLC and Ryan Cohen (the “Agreement”), the Committee shall consist of at least one New Director (as defined in the Agreement) during the Standstill Period (as defined in the Agreement).

III. Meetings; Delegation

The Committee shall meet on a regularly scheduled basis as determined by the Committee and additionally as circumstances warrant, but not less frequently than quarterly. A majority of the members of the Committee shall constitute a quorum for the transaction of business by the Committee and the act of a majority of the members of the Committee present at a meeting at which a quorum shall be present shall be the act of the Committee. Each member of the Committee shall have one vote on each matter presented to the Committee.

The Committee may request that any directors, officers or other employees of the Company, or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests. Attendance by directors not appointed to the Committee shall be on a non-voting basis.

The Chair of the Committee shall preside at meetings of the Committee and shall report on activities of the Committee to the Board. The Chair shall have authority to convene Committee meetings, set agendas for Committee meetings and determine the Committee’s information needs, except as otherwise provided by action of the Committee. In the absence of the Chair at a duly convened meeting, the Committee shall select a temporary substitute from among its members to

serve as chair of the meeting.

The Committee may adopt such other rules and regulations for calling and holding its meetings and for the transaction of business at such meetings as is necessary or desirable and not inconsistent with the provisions of the Company's Bylaws or this Charter.

In addition to the foregoing, the Committee shall have authority to cause the Company to hire such employees (other than Chief Executive Officer, Chief Operating Officer, President, Chief Financial Officer and Chief Accounting Officer) as the Committee may determine from time to time; provided that the compensation arrangements for any executive officers hired pursuant to the foregoing authority shall have been authorized and approved by the Board's Compensation Committee.

IV. Responsibilities

In furtherance of its purpose, the Committee shall evaluate and make recommendations to the Board with respect to:

- the employment status of the Company's executive officers and to the extent appropriate make recommendations regarding any successors to such persons;
- the Company's operational objectives, expense structure and corporate strategy;
- the Company's capital structure and capital allocation priorities, including with respect to investments, capital markets activities, share repurchases, leverage and liquidity levels and dividends;
- the Company's performance with respect to strategies, investments and initiatives versus original projections;
- the parameters of, and assumptions underlying, the Company's annual operating and capital plans and budgets;
- strategic acquisitions, divestitures, partnerships and business combinations; and
- in conjunction with the Board's Compensation Committee, the performance of management and the metrics through which the Company aligns executive compensation with individual, departmental and corporate performance.

V. Committee Resources

The Committee shall have the authority to engage legal, accounting and other advisers, as it determines necessary to carry out its duties. The Committee shall have sole authority to approve related fees and retention terms. The Committee shall receive appropriate funding from the Company for payment of compensation to any advisers retained by the Committee as well as the ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. For the avoidance of doubt, reference to "accounting" in the first sentence of this Section V is not intended to cover the engagement of the Company's independent auditor, and nothing in this Charter shall be construed to limit the Audit Committee's authority over the appointment,

scope of services, compensation and retention (or termination) of the Company's independent auditor.

VI. Annual Review; Reliance of Committee

The Committee shall review and reassess, at least annually, the adequacy of this Charter and recommend any proposed changes to the Board for approval. In addition, the Committee shall review and evaluate, at least annually, the Committee's own performance, including its effectiveness and compliance with this Charter.

In performing their duties and responsibilities, Committee members are entitled to rely in good faith on information, opinions, reports or statements prepared or presented by:

- One or more officers or employees of the Company whom the Committee members reasonably believe to be reliable and competent in the matters prepared or presented;
- Counsel, independent auditors or other persons as to matters which the Committee members reasonably believe to be within the professional or expert competence of such persons; and
- Another committee of the Board as to matters within such other committee's delegated authority, which committee the Committee members reasonably believe to merit confidence.