MERGERS & ACQUISITIONS AND FINANCE COMMITTEE CHARTER

PURPOSE:

The Mergers & Acquisitions and Finance Committee (the "Committee") of Mercury Systems, Inc. (the "Company") is appointed by its Board of Directors (the "Board") to review and assess, and assist the Board in reviewing and assessing, potential acquisitions, strategic investments, divestitures, and financing and capital market activities. The Committee will have the authority to take all actions on behalf of the Board as is set forth in this Charter.

COMPOSITION:

The Committee shall be composed of at least three members. Members of the Committee shall be appointed by the Board, and may be removed by the Board in its discretion. All members of the Committee shall meet the independence requirements established by NASDAQ. All members of the Committee shall qualify as (1) "Non-Employee Directors" as defined in Rule 16b-3 promulgated under the Securities Exchange Act of 1934 (the "Exchange Act"), and (2) "Outside Directors" as used in Regulation 1.162-27(e)(3) of the Internal Revenue Code of 1986, as amended.

The members of the Committee shall be elected annually by the Board at the first meeting of the Board following the annual meeting of shareholders. The Board will designate a Chair of the Committee.

COMMITTEE AUTHORITY AND RESPONSIBILITIES:

Committee shall meet at least two (2) times annually or more frequently as necessary, including at least one (1) time in executive session. The Committee is authorized to obtain advice and assistance from independent consultants, outside legal counsel and other advisors in the course of fulfilling its duties as it may deem appropriate in its sole discretion. The Committee has the sole authority to retain and terminate these advisors, including sole authority to approve their fees and other retention terms, without seeking Board approval. The Committee may request any officer or employee of the Company or the Company's outside counsel to attend a meeting of the Committee or to meet with members of, or advisors to, the Committee. To ensure that the Committee is sufficiently informed to effectively fulfill its responsibilities, the Committee, through its Chair, shall receive and review at least annually reports from the Company's legal department concerning the legal and compliance aspects of potential strategic acquisitions and the impact of such aspects on the Company's business.

The responsibilities of the Committee include providing periodic reports to the Board regarding its actions, reviewing and making recommendations to the Board as appropriate, and approving on behalf of the Board as specifically set forth below, with respect to:

1. Strategic plans and transactions, including mergers, acquisitions and divestitures, as well as joint ventures and other equity investments.

    a. The Committee shall review the Company's acquisition pipeline and the strategy and timing for executing transactions, including without limitation the integration strategies and plans for such acquisitions. The Committee shall also consider risks associated with the Company's merger and acquisition activities and the strategy and business models of transaction candidates, including without limitation the integration strategies and plans for such acquisitions.

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b. In connection with small acquisitions and divestitures, the Committee has the following additional authority and responsibilities:

i. Acquisitions of up to $25 million: the Committee has the right, power, and authority to approve the direct or indirect purchases or acquisitions (in one transaction or a series of related transactions) of any other company, or any division, business unit or line of business of any other company, for a purchase price of up to $25 million (for any transaction or series of related transactions), whether through a stock acquisition, asset acquisition, merger, consolidation or other form of combination.

ii. Divestitures of up to $25 million: the Committee has the right, power, and authority to approve the direct or indirect sale or disposition (in one transaction or a series of related transactions) of any subsidiary of Company, or any division, business unit or line of business of the Company or any of its subsidiaries for a sales price of up to $25 million (for any transaction or series of related transactions), whether through a stock sale, asset sale, merger, consolidation or other form of combination.

2. The Company's capital structure, including potential issuances of debt and equity securities, credit agreements and material changes thereto, and short-term investment policy. The Committee will take over responsibility for the at-the-market ("ATM") common stock offering feature of the Company's shelf registration statement from the ad hoc Pricing Committee previously established by the Board for oversight of the ATM.

3. Dividends, stock splits, and stock repurchases.

The Committee shall perform such other duties and responsibilities, consistent with this Charter, the Company's bylaws, governing law, the rules and regulations of Nasdaq, the federal securities laws and such other requirements applicable to the Company, as may be delegated to the Committee by the Board from time to time.

Administrative Matters:

4. Review and reassess the adequacy of this charter annually, or more frequently as circumstances warrant, and report and make recommendations to the Board on the responsibilities set forth herein.

5. Conduct an annual evaluation of its performance.

6. Prepare written minutes of all meetings of the Committee, which shall be filed with the corporate secretary or an assistant secretary. The Chair of the Committee should report on the matters discussed at each Committee meeting with the full Board.

Approved by the Board of Directors: July 28, 2026

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