VIANT TECHNOLOGY INC.

CHARTER OF THE
COMPENSATION COMMITTEE OF THE
BOARD OF DIRECTORS

AMENDED AND RESTATED ON JULY 24, 2026

1. Members. The Board of Directors (the "***Board***") of Viant Technology Inc., a Delaware corporation (the "***Company***"), appoints a Compensation Committee (the "***Compensation Committee***") of at least two members of the Board. To the extent required by the rules of The Nasdaq Stock Market LLC ("***Nasdaq***"), taking into account the "controlled company" provisions or any other applicable exemptions to the Nasdaq rules and regulations, the Compensation Committee shall consist entirely of "independent directors" as defined in Nasdaq Listing Rule 5605(a)(2) ("***Independent Directors***") that meet such other qualifications as are established by the Board from time to time, in each case as determined by the Board. The Board shall designate one member of the Compensation Committee as Chairperson. Members of the Compensation Committee shall be appointed by the Board and may be removed by the Board in its discretion. Vacancies occurring on the Compensation Committee shall be filled by the Board. A subsequent determination that any member of the Compensation Committee does not qualify as an Independent Director or a "Non-Employee Director" (as defined below) will not invalidate any previous actions by the Compensation Committee except to the extent required by law or determined appropriate to satisfy regulatory standards.

2. Purpose, Duties, and Responsibilities. The purpose of the Compensation Committee is to assist the Board in discharging its responsibilities relating to compensation of the Company's executive officers and directors. For purposes of this charter, "executive officers" means those officers of the Company who satisfy the definition of "officer" in Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended (the "***Exchange Act***"). Among its specific duties and responsibilities, the Compensation Committee will:

(a) Oversee the Company's overall compensation philosophy, policies and programs, and assess whether the Company's compensation philosophy establishes appropriate incentives for management and employees.

(b) Review and approve corporate goals and objectives relevant to the compensation of the Chief Executive Officer ("***CEO***"), evaluate the CEO's performance in light of those goals and objectives, and recommend to the Board for review and approval the CEO's compensation based on this evaluation and the grant of equity awards to the CEO. The CEO may not be present during voting or deliberations on his or her compensation.

(c) Oversee the evaluation of executive officers other than the CEO and recommend that the Board review and approve the terms and grants of equity awards to, and the compensation of, the executive officers other than the CEO based upon the recommendation of the CEO.

(d) Recommend to the Board the adoption, amendment and termination of the Company's incentive compensation and equity-based compensation plans. The

Compensation Committee shall have full power and authority to administer these plans, establish guidelines, interpret plan documents, select participants, approve grants and awards (other than grants and awards to the CEO and other executive officers, which grants shall be governed by clauses (b) and (c) above), and exercise such other power and authority as may be permitted or required under such plans.

(e) Review and approve the design of other benefit plans pertaining to executive officers.

(f) Approve, and amend or modify, the terms of other compensation and benefit plans as appropriate.

(g) Review and recommend to the Board employment and severance arrangements for executive officers, including employment agreements and change-in-control provisions, plans or agreements. Any equity grants made or proposed to be made under such arrangements must be approved in accordance with paragraphs (b), (c) and (d) above, as applicable.

(h) To the extent applicable, review and discuss with management any Company's Compensation Discussion and Analysis ("***CD&A***") and related disclosures required by the rules and regulations of the Securities and Exchange Commission ("***SEC***") to be included in the Company's annual report and proxy statement, recommend to the Board based on the review and discussions whether the CD&A should be included in the Annual Report on Form 10-K and proxy statement, and oversee preparation of the report required by SEC rules and regulations to be included in the Company's Annual Report on Form 10-K and proxy statement for its annual meeting of stockholders.

(i) Annually review compliance by executive officers and directors with the Company's stock ownership guidelines, if applicable.

(j) Annually review the form and amount of compensation of directors for service on the Board and its committees and recommend changes in compensation to the Board as appropriate.

(k) Oversee the assessment of the risks related to the Company's compensation policies and programs applicable to officers and employees, and report to the Board on the results of this assessment.

(l) At least annually, assess whether the work of compensation consultants involved in determining or recommending executive or director compensation has raised any conflict of interest that is required to be disclosed in the Company's Annual Report on Form 10-K and proxy statement for its annual meeting of stockholders.

(m) Oversee the administration of the Company's clawback policy and review and recommend changes to any such policy to the Board from time to time as appropriate.

(n) Periodically review and evaluate the performance of the Compensation Committee and annually review and assess the adequacy of this charter, and recommend any

proposed changes to the Board for approval.

The operation of the Compensation Committee shall be subject to the Bylaws of the Company and Section 141 of the General Corporation Law of the State of Delaware, each as in effect from time to time.

3. Subcommittees. The Compensation Committee may delegate its duties and responsibilities to one or more subcommittees or officers as it determines appropriate.

4. Authority; Outside Advisors. In addition to the duties and responsibilities expressly delegated to the Compensation Committee in this charter, the Compensation Committee may exercise any other powers and carry out any other responsibilities consistent with this charter, the purposes of the Compensation Committee, the Company's bylaws and applicable Nasdaq rules. The Compensation Committee has the authority to conduct any investigation it deems necessary or appropriate to fulfilling its duties. The Compensation Committee has the authority, in its sole discretion, to retain and determine compensation for, and obtain the advice of, such consultants, outside counsel, accountants, experts, and other advisors as it determines appropriate to assist it in the full performance of its functions, including any compensation consultant used to assist in the evaluation of director, CEO or executive compensation, and will receive appropriate funding, as determined by the Compensation Committee, from the Company for payment of compensation to any such advisors and for the payment of ordinary administrative expenses that are necessary or appropriate in carrying out the Compensation Committee's duties. The Compensation Committee will assess the independence of consultants, outside counsel and other advisors (whether retained by the Compensation Committee or management) that provide advice to the Compensation Committee, prior to selecting or receiving advice from them, based on the applicable factors under Nasdaq rules and regulations.

Each member of the Compensation Committee shall have full access to all books, records, facilities and personnel of the Company as deemed necessary or appropriate by any member of the Compensation Committee to discharge his or her responsibilities hereunder. The Compensation Committee shall have authority to require that any of the Company's personnel, outside counsel, accountants, experts and other advisors attend any meeting of the Compensation Committee or meet with any member of the Compensation Committee or any of its special, outside legal or other advisors or consultants. The approval of this charter by the Board shall be construed as a delegation of authority to the Compensation Committee with respect to the responsibilities set forth herein.

5. Meetings. The Compensation Committee shall hold such regular or special meetings as the Compensation Committee or its Chairperson shall deem necessary or appropriate, and shall meet as often as may be deemed necessary or appropriate, in its judgment, and at such times and places as the Compensation Committee or its Chairperson determines. The Chairperson of the Compensation Committee shall preside at each meeting. The Chairperson of the Compensation Committee will report regularly to the full Board with respect to its activities, or whenever so requested by the Board.

Minutes of each meeting of the Compensation Committee shall be prepared and distributed to each director of the Company and the Secretary of the Company after each meeting.