

STRATEGY AND RISK COMMITTEE CHARTER

This amended Strategy and Risk Committee Charter was adopted by the Board of Directors (the "Board") of GeoEye, Inc. on November 1, 2007.

This Charter is intended as a component of the flexible framework within which the Board, assisted by its committees, directs the affairs of the Company. While it should be interpreted in the context of all applicable laws, regulations, and listing requirements, as well as the context of the Company's Certificate of Incorporation and By Laws, it is not intended to establish by its own force any legally binding obligations.

Purpose

The Strategy Committee (the "Committee") shall assist the Board in ensuring that corporate leadership has a vision beyond the past quarter and the coming quarter and is actively aware of opportunities and risks to future share holders' value.

The Committee has the power to retain independent consultants or other experts and determine the terms and conditions of their engagement. The Committee will receive adequate funding from the Company to engage such advisors. The Committee shall have the sole authority to retain, compensate, terminate, and oversee such advisors, who shall be accountable ultimately to the Committee.

Committee Membership

The Committee shall consist of at least three members of the Board, all of whom shall be "non-employee directors" under Rule 16b-3 of the Securities Exchange Act of 1934. The Chairman of the Board and the President and CEO are deemed ex-officio members. Other members of the Board are encouraged to participate as they desire.

Committee Meetings

The Committee shall meet on a regularly scheduled basis at least four times per year, or more frequently as circumstances dictate. Meetings of the Committee may be held telephonically. A majority of the members of the Committee shall constitute a quorum sufficient for the taking of any action by the Committee.

The Committee shall meet at least twice annually with the CEO and any other corporate officers the Board and Committee deem appropriate.

Key Responsibilities

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall focus on at least four areas paying special attention to the influence of technology, government policy, and developing business models.

- The business goals and practices of competitors,
- The business goals and practices of partners, potential partners, potential acquisition targets, those who might want to acquire Geoeye, and
- The business goals and practices of customers.
- Changes in technology that pose risk or provide opportunity to the company's existing business model.

In addition, the Committee shall:

- Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this charter;
- Review and reassess the adequacy of this Charter annually, and amend as the Committee deems appropriate;
- Report regularly to the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board requests;
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