Execution Version  
Exhibit 10.2  
AMENDED AND RESTATED  
EMPLOYMENT AGREEMENT  
This Amended and Restated Employment Agreement (the “Agreement”), entered into as of November 12, 2024 (the “Agreement Date”), is made by and between FiscalNote Holdings, Inc., a Delaware corporation (the “Company”), and Xxxx Xxxxxx (“Executive” and together with the Company, the “Parties”). This Agreement amends and restates, and otherwise replaces in its entirety, the Employment Agreement entered into between the Parties dated July 29, 2022 (the “Prior Agreement”).   
WHEREAS, Executive has served as the President and Chief Operating Officer of the Company pursuant to the terms of the Prior Agreement;  
WHEREAS, the Company and Executive desire that Executive shall cease serving as President Chief Operating Officer of the Company and transition to Chief Executive Officer of the Company (“CEO”) as of January 1, 2025 (the “Effective Date”); and  
WHEREAS, the Parties desire to outline the terms under which Executive will continue service to the Company as CEO.