

## ALTI GLOBAL, INC.

### AMENDED AND RESTATED CORPORATE GOVERNANCE GUIDELINES

The Board of Directors (the “Board”) of ALTi Global, Inc. (the “Company” or “ALTi”) has adopted these amended and restated corporate governance guidelines to provide a framework for the governance of ALTi and to assist and guide the Board in fulfilling its responsibilities. These guidelines should be interpreted in accordance with any requirements imposed by applicable federal or state law or regulation, the Nasdaq Stock Market LLC (“Nasdaq”) and the certificate of incorporation and bylaws of the Company. The Board may review and amend these guidelines from time to time.

#### I. ROLE AND RESPONSIBILITIES OF THE BOARD

- a. The members of the Board are elected by the Company’s stockholders and use their business judgment to provide counsel and oversee the management of the Company in the interest of and for the benefit of the Company and its stockholders. The Board has delegated to the officers of the Company the authority and responsibility for managing the Company’s everyday affairs. The Board has an oversight role and is not expected to perform or duplicate the tasks of the Chief Executive Officer (the “CEO”) or senior management.
- b. The Board’s responsibilities, acting directly or through its committees, include, but are not limited to, the following:
  - i. Strategy and Performance Oversight: The Board engages in constructive dialogue with executives of the Company on their near- and long-term business and financial strategies, and reviews and evaluates Company performance and management’s progress in delivering on ALTi’s strategic framework for long-term stockholder value creation.
  - ii. Risk Oversight: The Board has ultimate responsibility for oversight of ALTi’s risk management activities. The Board’s committees assist the Board in overseeing management’s risk assessment and risk management activities within the areas delegated to such committees.
  - iii. Management Performance, Talent Development and Succession: The Board regularly evaluates the performance and approves the compensation for the Company’s Chief Executive Officer and other senior executives. In addition, the Board plans for the succession of the Chief Executive Officer and reviews the firm’s overall talent strategy, including talent development, diversity, equity and inclusion initiatives and succession planning for other senior executives.

#### II. FIDUCIARY DUTIES OF DIRECTORS

- a. ALTi is a legal entity, separate and distinct from other persons or entities, that was created under the provisions of the Delaware General Corporation Law.
- b. Under Delaware law, a director of a Delaware corporation is required to perform his or her duties as a director (i) in good faith, (ii) in a manner he or she reasonably believes to be in the best interests of the corporation and (iii) with the care that an ordinarily prudent

person in a like position would use under similar circumstances. A director who complies with this standard of conduct will have no personal liability as a result of his or actions in his or her capacity as a director.

### III. DIRECTOR QUALIFICATIONS

- a. Director Criteria: The Board shall consider and approve from time to time the criteria that it deems necessary or advisable for director candidates. The Board shall have full authority to modify such criteria from time to time as it deems necessary or advisable.

The Board has delegated to the Environmental, Social, Governance and Nominating Committee (the “ESGN Committee”) the responsibility for developing and recommending to the Board for its consideration and approval criteria for director candidates. The ESGN Committee has adopted policies and procedures for director candidates and will recommend to the Board from time to time such criteria for its consideration and approval. The current policies and criteria for director candidates are set forth in the ESGN Committee charter. The Board may, however, rescind its delegation and assume the responsibilities it previously delegated to the ESGN Committee.

- b. Process For Identifying and Selecting Directors: The Board has delegated to the ESGN Committee the responsibility to identify candidates for nomination to the Board (including candidates to fill vacancies) and assessing their qualifications in light of the policies and principles in these guidelines and the ESGN Committee’s charter. The ESGN Committee will recommend director candidates for the Board’s consideration and review the candidates’ qualifications with the Board. The Board shall retain the authority to nominate a candidate for election by the stockholders as a director and to fill vacancies.

In identifying director candidates, the ESGN Committee may consider all facts and circumstances it deems appropriate, including, among other things, the skills of the candidate, his or her depth and breadth of business experience and other background characteristics, his or her independence and the needs of the Board.

- c. Independence: At least a majority of the members of the Board shall meet the independence requirements set forth in the Nasdaq Stock Market Rules.

The Board will periodically evaluate all relationships between the Company and each independent director for the purposes of determining whether a material relationship exists that might represent a potential conflict of interest or otherwise interfere with the director’s ability to satisfy his or her responsibilities as an independent director.

- d. Limit on Number of Other Boards: Directors must notify the Chair of the ESGN Committee and the Chair of the Board in advance of accepting a seat on the board of directors or similar governing body of another business corporation so that the potential for conflicts or other factors compromising the director’s ability to perform or fulfill his or her duties and responsibilities may be fully assessed by the Board. The ESGN Committee shall consider the number of other public company boards on which a director or prospective nominee serves in considering his or her availability to fulfill the responsibilities of a director of ALTi. It is expected that directors who currently serve as an executive officer (other than executive chair) of any public company not serve on the

board of more than two publicly traded companies (including AITi), that directors who currently serve as an executive chair of any public company not serve on the board of more than three publicly traded companies (including AITi), and that any other director not serve on the board of more than five publicly traded companies (including AITi), unless the ESGN Committee determines that, in each case, such service would not impair the ability of such director to effectively serve on AITi's Board. In determining whether service on boards that exceed the above limitations will impair a director's ability to effectively serve on AITi's Board, the ESGN Committee will take into account any factors it deems relevant, including without limitation, whether the director is currently employed on a full-time basis, is serving in a public company board leadership role or has any personal or professional affiliation with the public companies on which he or she serves on the board other than affiliation as a board member. Regardless of other public company directorships, all directors are expected to devote all such time as is necessary to fulfill the responsibilities of a director of AITi.

- e. Age and Term Limits: No person having attained the age of 75 years shall be appointed, re-appointed, or nominated for election or re-election as a director to the Board. Additionally, no non-employee director will be eligible for election following the completion of such director's 10<sup>th</sup> term as a director. Upon the recommendation of the ESGN Committee, the Board may make exceptions to this policy as it deems appropriate.

#### **IV. DIRECTOR RESPONSIBILITIES AND COMPENSATION**

- a. Attendance at Meetings: Being a director, especially of a public company, is a significant responsibility that requires commitment, attentiveness to substance and procedure, business judgment, a willingness to engage in thoughtful consideration and productive debate and strategic thinking. Mere attendance at meetings is not enough, and excessive deference can be fraught with problems.

A director is expected to spend the time and effort necessary to properly discharge such director's responsibilities. Accordingly, a director is expected to regularly attend meetings of the Board and committees on which such director sits, and to review material distributed in advance of such meetings. A director who is unable to attend a meeting (which it is understood will occur on occasion) is expected to notify AITi's Secretary, who will then notify the Chair of the Board or the Chair of the appropriate committee in advance of such meeting. If a director does not attend at least 75% of the Board's regular or special meetings (together with the meetings of committees on which the director serves), the Company will be required to disclose that fact in its annual proxy statement. In addition, attendance and participation at meetings is an important component of the directors' duties and, as such, attendance rates will be considered by the ESGN Committee in assessing directors for renomination as directors.

- b. Time Commitment; Advance Distribution and Review of Materials: Directors are expected to spend the time needed and meet as frequently as the Board deems necessary or appropriate to discharge their responsibilities. Information and data that are important to the Board's understanding of the business to be conducted at a Board meeting should, to the extent practicable, be distributed in writing to the Board before the meeting. Directors should review any materials sent to them in advance of any meeting. In the event of a pressing need for the Board to meet on short notice or if such materials would otherwise contain highly confidential or sensitive information, it is recognized that written materials may not be available in advance of the meeting.

- c. Non-Employee Director Compensation: The Compensation Committee (the “Compensation Committee”) will periodically review the form and amount of non-employee director compensation and make recommendations about such compensation to the Board. The Company’s executive officers shall not receive additional compensation for their service as directors.
- d. Director Orientation and Continuing Education: All new directors must participate in an orientation program, which should be conducted within three months of the date at which new directors are elected. This orientation will include presentations by senior management to familiarize new directors with AITi’s strategic plans, its significant financial, accounting and risk management issues, its compliance programs, its conflict policies, code of ethics and other controls, its principal officers, and its internal and independent auditors. The ESGN Committee will be responsible for facilitating the ongoing professional development of all directors, including periodically providing materials or briefing sessions for continuing directors on topics that will assist them in discharging their duties. Directors are additionally encouraged to attend continuing educational programs offered by AITi or sponsored by universities, stock exchanges or other organizations related to discharging their duties as Board or Committee members.

## V. BOARD STRUCTURE AND PROCEDURES

- a. Size of Board: The Board reserves the right at any time to increase or decrease its size, subject to any provisions in the Company’s certificate of incorporation and bylaws, depending on the Board’s assessment of its needs and other factors. The size of the Board may vary based upon the size of the business and the availability of qualified candidates. Board size should facilitate active interaction and participation by all Board members. The Board will review from time to time the appropriateness of its size. The size of the Board, as determined by resolution of the Board, will constitute the maximum size of the Board at such time.
- b. Board Leadership: The Board shall fill the positions of Chair and CEO based upon its view of what is in the best interests of the Company. The Chair and CEO may, but need not be, the same person. Should the position of Chair and CEO be filled by the same person, the Board shall appoint an independent director to serve as the Lead Director. The Lead Director will preside over periodic meetings of independent directors, serve as a liaison between the Chair and the independent directors and perform such additional duties as the Board may otherwise determine and delegate.
- c. Committees of the Board: The Board has established the following standing committees pursuant to Section 3.07 of the Bylaws: the Audit, Finance and Risk Committee (“Audit Committee”), the ESGN Committee and Compensation Committee (each a “Committee” and collectively the “Committees”). Each of these Committees has a written charter that sets forth its responsibilities and qualifications for membership. The Board expects to accomplish a substantial amount of its work through the Committees. Each Committee shall report regularly to the Board summarizing the Committee’s actions and any significant issues considered by the Committee. Membership on the Audit Committee, Compensation Committee and ESGN Committee is limited to independent directors meeting the independence requirements of the Nasdaq Stock Market Rules, the Sarbanes-Oxley Act of 2002 and any other applicable rules or regulations of the Securities and Exchange Commission and the Internal Revenue Service. The Board may from time to

time establish additional committees as it deems appropriate. The Board retains the discretion to form new committees or disband current committees depending upon the circumstances.

- d. Executive Sessions: The independent directors will meet at regularly scheduled executive sessions without management participation, and at least quarterly the independent directors alone will meet in executive session. If the Chair is an independent director, then the Chair will preside over these meetings. If the Chair is not an independent director, then the Lead Director will preside over these meetings. If the Board has not designated a Lead Director or if the Lead Director is unavailable to attend such a meeting, then a majority of the independent directors in attendance may designate one independent director to serve in such a temporary capacity. To permit interested parties to make their concerns known to the independent directors, the Company will also disclose a method by which they can communicate directly and confidentially with the Chair or the Lead Director, as applicable, or with the independent directors as a group.
- e. Director Access to Management and Independent Advisers: In performing its responsibilities, the Board, and each Committee, shall be entitled to rely on the advice and information it receives from management and the experts, advisers and professionals whom the Board, or a Committee, may consult. The Board and each Committee shall have the authority to request that any officer or employee of the Company, the Company's outside legal counsel, the Company's independent auditor or any other professional retained by the Company to provide advice to the Company, attend a meeting of the Board or a Committee or meet with any members of or advisers to the Board. The Board or any Committee shall also have the authority to engage legal, accounting or other advisers to provide advice and information it deems appropriate to carry out its responsibilities.
- f. Directors Who Change Job Responsibility: The Board does not believe directors who retire or change their principal occupation or business association should necessarily leave the Board. However, in advance of any such event, directors must notify the Chair of the ESGN Committee so that the potential for conflicts or other factors compromising the director's ability to perform or fulfill his or her duties and responsibilities may be fully assessed by the Board.

## **VI. MANAGEMENT SUCCESSION**

- a. The entire Board will work with the ESGN Committee to consider potential successors to the CEO in the event of an emergency or the retirement of the CEO, and will take into account the CEO's recommendations and evaluations of potential successors, along with a review of any development plans recommended for such individuals.

## **VII. OTHER CORPORATE GOVERNANCE MATTERS**

- a. Annual Performance Evaluation: The Board and each Committee will conduct an annual self-evaluation to determine whether it and its committees are functioning effectively. The ESGN Committee will receive comments from all directors and report annually to the Board with an assessment of the Board's performance and that of its leadership. The assessment will focus on the Board's contribution to AlTi and specifically focus on identifying opportunities to improve Board and Committee performance.

- b. Communications with Outside Interested Parties: The Board believes that management should be responsible for communications with the press, media and other outside parties on behalf of the Company, although individual Board members may, at the request of management or the Board, communicate with outside parties on behalf of the Company.
- c. No Limitation on Other Rights: These guidelines are not intended to modify, eliminate or in any other manner limit the indemnification, exculpation and similar rights available to the directors of the Company under applicable law and/or the Company's certificate of incorporation and/or its bylaws.
- d. Board Communications: Any person who wishes to communicate with any of AITi's directors, Committee Chairs or with the Company's independent directors as a group, may mail correspondence to:

Colleen Graham  
Global General Counsel & Corporate Secretary  
520 Madison Avenue, 26<sup>th</sup> Floor  
New York, New York 10020

- e. Modifications to Guidelines: Although these guidelines have been approved by the Board, they may evolve over time as customary practice and legal requirements change. In particular, guidelines that reflect legal, regulatory or exchange requirements as they currently exist will be deemed to be modified as and to the extent those requirements change. In addition, the guidelines may be amended by the Board at any time it deems appropriate.