

ALVARIUM TIEDEMANN HOLDINGS, INC.

ENVIRONMENTAL, SOCIAL, GOVERNANCE AND NOMINATING COMMITTEE CHARTER

I. General Statement of Purpose

The purposes of the Environmental, Social, Governance and Nominating Committee (the “Committee”) of the Board of Directors (the “Board”) of Alvarium Tiedemann Holdings, Inc. (the “Company”) are to:

- identify individuals qualified to become Board members, consistent with criteria approved by the Board;
- recommend that the Board select the nominees for election as Directors at each annual meeting of stockholders;
- develop, review and oversee the environmental, social and governance (“ESG”) strategy, initiatives, and policies of the Company, including matters related to environmental, health and safety and corporate responsibility;
- review and oversee the diversity, equity and inclusion (“DEI”) strategy, initiatives and policies of the Company;
- Oversee stockholder engagement on ESG and DEI related matters;
- review all stockholder nominations and proposals submitted to the Company;
- develop and recommend to the Board corporate governance guidelines and periodically review those guidelines and recommend any changes; and
- oversee an annual evaluation of the Board, its committees and management.

II. Composition

The Committee will be composed entirely of directors who satisfy the independence tests under the Nasdaq Stock Market Rules. The number of directors serving on the Committee shall be fixed by the Board from time to time but shall consist of no fewer than three directors.

The members of the Committee shall be appointed annually by the Board and may be replaced or removed by the Board at any time with or without cause. Resignation or removal of a Director from the Board, for whatever reason, shall automatically constitute resignation or removal, as applicable, from the Committee. Vacancies, for whatever reason, may be filled by the Board. The Board shall designate one member of the Committee to serve as Chair of the Committee.

III. Meetings

The Committee shall meet as often as it deems appropriate. The Committee may meet in person or by conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. A majority of the members of the Committee shall constitute a quorum for purposes of a meeting, and the Committee may act by a vote of a majority of members present at a meeting. The Committee may also act by unanimous written consent.

IV. Committee Activities

The Committee's purposes and responsibilities shall be to:

A. Review of Charter

- Review and reassess the adequacy of this Charter annually and submit any proposed changes to the Board for approval.

B. Annual Performance Evaluation of the Committee

- Evaluate its performance annually and report the results to the Board.

C. Selection of New Directors

- Recommend to the Board for its approval criteria for Board and committee membership, which shall include a description of any specific qualifications that the Committee believes must be met by a nominee, and a description of any specific qualities or skills the Committee believes one or more of the Directors should possess, and periodically reassess such criteria and submit any proposed changes to the Board for approval.

Below are the minimum qualifications to be satisfied by any nominee for a position on the Board:

1. High standards of personal and professional ethics and integrity;
2. Proven achievement and competence in the nominee's field and the ability to exercise sound business judgment;
3. Skills that are complementary to those of members of the existing Board;
4. The ability to assist and support management and make significant contributions to the Company's success; and
5. An understanding of the fiduciary responsibilities required of a director and a commitment to devote the time and energy necessary to perform those responsibilities.

- Establish a policy with regard to the consideration of director candidates recommended by stockholders.
- Establish procedures to be followed by securityholders in submitting recommendations for director candidates to the Committee. The current procedures to be followed by securityholders are set forth below:
 1. All securityholder recommendations for director candidates must be submitted to the Secretary of the Company, who will forward all recommendations to the Committee.
 2. All securityholder recommendations for director candidates must be submitted to the Company not less than 120 calendar days prior to the 12-month anniversary of the date on which the Company's proxy statement was released to stockholders in connection with the previous year's annual meeting.
 3. All securityholder recommendations for director candidates must include the following information:
 - a. The name and address of record of the securityholder.
 - b. A representation that the securityholder is a record holder of the Company's securities, or if the securityholder is not a record holder, evidence of ownership in accordance with Rule 14a-8(b)(2) of the Securities Exchange Act of 1934.
 - c. The name, age, business and residential address, educational background, current principal occupation or employment, and principal occupation or employment for the preceding five (5) full fiscal years of the proposed director candidate.
 - d. A description of the qualifications and background of the proposed director candidate which addresses the minimum qualifications and other criteria for Board membership approved by the Board from time to time and set forth in this Charter.
 - e. Whether the proposed director candidate, if elected, assists in achieving a mix of Board members that represents a diversity of background and experience, inclusive of gender, race, ethnicity, age, gender identity, gender expression and sexual orientation.
 - f. A description of all arrangements or understandings between the securityholder and the proposed director candidate.

- g. The consent of the proposed director candidate (i) to be named in the proxy statement relating to the Company's annual meeting of stockholders and (ii) to serve as a director if elected at such annual meeting.
 - h. Any other information regarding the proposed director candidate that is required to be included in a proxy statement filed pursuant to the rules of the Securities and Exchange Commission.
- Upon identifying individuals qualified to become members of the Board, consistent with the criteria approved by the Board, recommend that the Board select these individuals as nominees for election at each annual meeting of stockholders; provided that, if the Company is legally required by contract or otherwise to provide third parties the ability to nominate individuals for election to the Board, the selection and nomination of such nominees shall not be the responsibility of the Committee.
 - Recommend to the Board the Directors for appointment as Chair and as members of Board committees.
 - Review all Stockholder Nominations submitted to the Company under the Securities Exchange Act of 1934, as amended, or otherwise, determine whether the nomination was submitted in a timely manner and whether the nomination and the nominee satisfy all applicable eligibility requirements, and recommend action to the Board on each such nomination.

D. ESG / DEI

- Assist management in the development of the Company's ESG and DEI strategy, initiatives, and policies and periodically review the implementation of such strategies, initiatives and policies.
- Periodically review and reassess the Company's ESG and DEI strategies, initiatives and policies.
- In fulfilling its duties, the Committee may delegate the development of certain ESG and DEI policies to other committees of the Board.
- Oversee stockholder engagement on matters related to ESG and DEI.

E. Stockholder Proposals

- Review all stockholder proposals submitted to the Company (including any proposal relating to the procedures for making nominations or electing directors), determine whether the proposal was submitted in a timely manner and recommend to the Board appropriate action on each such proposal.

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F. Corporate Governance Guidelines

- Develop and recommend to the Board for its approval Corporate Governance Guidelines.
- Periodically review and reassess the adequacy of the Corporate Governance Guidelines and Code of Conduct and Business Ethics and recommend any changes to the Board for approval.

G. Evaluation of Board of Directors and Management

- Oversee an annual evaluation of the Board and its committees, including individual Directors, and the Company's management.

H. Matters Relating to Retention and Termination of Search Firms to Identify Director Candidates

- Exercise sole authority on whatever terms it approves to retain and terminate a search firm or firms to assist it in identifying Director candidates.

I. Succession Planning

- Review and discuss with the Board corporate succession plans for the Chief Executive Officer.

J. General

- Establish and delegate authority to subcommittees consisting of one or more of its members, when it deems appropriate to discharge its responsibilities.
- Report regularly to the Board on matters for which it has been given responsibility.
- In performing its responsibilities, rely on advice and information it receives from management and any experts, advisers and other professionals whom it may consult.
- 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 meet the Committee or its members or advisers.
- Have the authority on whatever terms it approves to engage legal, accounting and other advisers to assist it in performing its responsibilities.
- Perform such other functions as the Board may request from time to time.