



## **ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE CHARTER**

The board of directors (the “Board”) of monday.com Ltd. (the “Company”) has constituted and established an environmental, social and governance committee (the “Committee”) with the authority, responsibility and duties as described in this Environmental, Social and Governance Committee Charter (this “Charter”).

### **I. Purpose**

The purpose of the Committee is to assist the Board in fulfilling its oversight responsibilities with regard to, including, but not limited to environmental, health and safety, corporate social responsibility, sustainability, philanthropy, corporate governance, reputation, diversity, equity and inclusion, community issues, political contributions and lobbying and other public policy matters relevant to the Company (collectively, “ESG Matters”), the monday foundation and to develop and recommend to the Board a set of Corporate Governance Guidelines.

### **II. Composition**

The Committee must consist of at least three directors. Committee members must be appointed and may be removed from the Committee, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership.

### **III. Meetings, Procedures and Authority**

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Companies Law and the Company’s Amended and Restated Articles of Association, as in effect from time to time (the “Articles of Association”).

The Committee may retain any independent counsel, experts or advisors that the Committee believes to be necessary or appropriate and has the authority to approve related fees and retention terms. In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Articles of Association and applicable Nasdaq rules.

### **IV. Duties and Responsibilities**

1. *Oversight of ESG Matters.* The Committee will have, without limitation, the following duties and responsibilities:

- a. Recommend to the Board the Company’s overall general strategy with respect to ESG Matters.
  - b. Oversee the Company’s policies, practices and performance with respect to ESG Matters.
  - c. Oversee the Company’s reporting standards in relation to ESG Matters.
  - d. Review the monday foundation’s practices and performance and recommend the terms of the monday foundation’s appropriation guidelines.
  - e. Report to the Board current and emerging topics relating to ESG Matters that may affect the business, operations, performance, or public image of the Company or are otherwise pertinent to the Company and its stakeholders and, if appropriate, detail actions taken in relation to the same.
  - f. Advise the Board on stockholder proposals and other significant stakeholder concerns relating to ESG Matters.
2. *Board Committee Structure and Membership.* The Committee will annually review the Board committee structure and recommend to the Board for its approval directors to serve as members of each committee.
3. *Corporate Governance Guidelines.* The Committee will develop and recommend to the Board the Company’s Corporate Governance Guidelines. The Committee will, from time to time as it deems appropriate, review and reassess the adequacy of such corporate governance guidelines and recommend any proposed changes to the Board for approval.
4. *Other Corporate Governance Matters.* The Committee may make recommendations to the Board regarding governance matters, including, but not limited to, the Articles of Association and the charters of the Company’s other committees.
5. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee.
6. *Committee Self-Evaluation.* The Committee must periodically perform an evaluation of the performance of the Committee.
7. *Board and Management Evaluations.* The Committee will oversee the annual self-evaluations of the Board and management.
8. *Review of this Charter.* The Committee must annually review and reassess this Charter and submit any recommended changes to the Board for its consideration.

## **V. Delegation of Duties**

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee.